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TRANSMITTAL LETTER

September 25, 2002


Department of State
Division of Corporations
P. O. Box 6327
Tallahassee, FL 32314

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-10/03/02--01019--013
*****87.50 *****87.50

SUBJECT:

Enclosed are an original and one (1) copy of the articles of incorporation and a check for:

\$87.50 Filing Fee, Certified Copy and Certificate of Status


From: Gloria Valderrama
10066 S.W. 222nd Street
Miami, Florida 33190-1563
(305) 305-235-8124

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02 OCT -3 AM 11:04
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

g10/h

ARTICLES OF INCORPORATION
FOR
VALDERRAMA & ASSOCIATES, INC.

I, the undersigned, do hereby subscribe to this Certificate of Incorporation for the purpose of forming a corporation under the laws of the State of Florida, by and under the provision of the Laws of said State, providing for the information, liabilities, rights, privileges, and immunities of a Corporation for profit.

ARTICLE I
NAME, ADDRESS, AND AGENT

The name of this corporation shall be:

Valderrama & Associates, Inc.

(Hereinafter referred to as the Corporation). Its Registered and Principal Office shall be located at Miami, COUNTY OF Miami-Dade, STATE OF FLORIDA. Its Registered Agent shall be Gloria Valderrama, located at 10066 S.W. 222nd Street, Miami, Florida 33190, Miami, Florida.

ARTICLE II
NATURE OF BUSINESS

Section 1. The general nature of the business and objects and purposes to be transacted, promoted and carried on are to do any and all things hereinafter mentioned, as fully and to the same extent as natural persons might or could, viz.

a. To carry on business in the United States of North America or any foreign country or countries, to buy, sell, import, export, lease, sub-lease, hold, procure, transport, manufacture, acquire and deal generally, both wholesale and retail, in goods and services of all type, both as principal and agent, in any part of the world.

b. To enter into make perform and carry out the business of buying, selling, cutting, manufacturing, bartering, trading for all kind merchandise suitable for wear, and of and all type of business equipment and merchandise and for any Lawful purpose with any person or persons, firms, association and/or Corporation in the United States of North America or any Foreign Country or Countries.

c. To exchange in the currency of foreign countries and the currency of the United States of North America.

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d. To issue bonds, debentures and/or obligations of the company from time to time, for the object and purposes of the company and secure the same by mortgage pledge, deed or trust or otherwise.

e. To purchase, hold and reissue the shares of its capital stock; and to subscribe to purchase, or otherwise acquire, or to guarantee, or to become surety in respect to the stock, bonds, or other securities and obligations of the company and other companies.

f. To do all of such acts or things as they are incident or conducive to the premises, and to do all and everything necessary, suitable, convenient or proper for the accomplishment of any of the purposes or the attainment of any of the objectives herein enumerated or incidental to the powers herein named, or which shall at any time appear conducive or expedient for the protection or benefit of the Corporation.

g. No recitation or declaration of special powers or purposes herein enumerated shall be deemed to be exclusive, but all lawful powers contained in the laws of the State of Florida, now or in the future, to be enacted are hereby included in and made part thereof by reference.

h. In general, to carry on any incidental business in connection with the foregoing, whether manufacturing or otherwise and to have and exercise all the powers conferred by the laws of the State of Florida upon Corporation of this character.

i. To enter into, make or perform contract of any kind with any person, association, corporation, municipality, body politic, county, country, territory, state, government or colony, or any dependency thereof, and without limit as to amount, draw, notes drafts, bills of exchange, warrants, bonds, debentures, and all others negotiable instruments.

ARTICLE III CAPITAL STOCK

The Capital Stock of the Corporation upon commencing business operations shall consist of:

a. ONE THOUSAND SHARES of par value. For incorporation purposes, each share will have a nominal value set at One DOLLARS (\$1.00) per share as consideration.

b. Said shares of common stock to have par value. All shares to be issue fully paid and non-assessable. The Capital stock of this Corporation may be paid in lawful money of the U.S.A. in property, labor or services at a fair and just valuation to be fixed by the stockholder or by the Board of Directors. Said determination of just value fixed by the Board of Directors is to be conclusive proof of said value.

c. All of the common stock is to have one vote per share in the control of the management of the Corporation.

d. The holders of these shares of common stock are to have preemptive right in the purchase of subsequent issues of stock.

e. In the event any shareholder may vote his share or shares proxy one share representing one vote.

ARTICLE IV INITIAL CAPITAL

The amount of capital with which the Corporation shall begin business shall be not less than ONE HUNDRED DOLLARS (\$100.00).

ARTICLE V TERM OF EXISTENCE

The Corporation shall have perpetual existence.

ARTICLE VI BOARD OF DIRECTORS

The Board of Directors shall consist of not less than (1) person.

ARTICLE VII INITIAL DIRECTORS & OFFICERS

The names and addresses of the first Board of Directors who subject to the provisions of these Articles of Incorporation, the By-Laws and the act of the Legislature approved June, 1925, and the acts amendatory thereto, shall hold office for the first year of the corporation's existence, or until their successors are elected and shall have qualified are the following:

<u>NAME</u>	<u>ADDRESS</u>	<u>TITLE</u>
Gloria Valderrama	10066 S.W. 222nd Street Miami, Florida 33190	President

ARTICLE VIII
SUBSCRIBERS

The names and addresses of each subscriber to these Articles of Incorporation and the number of shares which each agrees to take as follows:

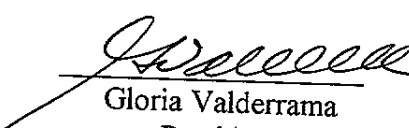
<u>NAME</u>	<u>ADDRESS</u>	<u>SHARES</u>
Gloria Valderrama	10066 S.W. 222nd Street Miami, Florida 33190	-100-

ARTICLE IX
BY-LAWS

The regulation of the business and the conduct of the affairs of the Corporation and the provision creating and limiting the powers of the Corporation, the directors and the stockholders, or any class of stockholders of the Corporation, shall be controlled by the By-Laws which shall be adopted by stockholders of the Corporation as soon as practicable after the Corporation shall be formed which said By-Law may from time to time and whenever necessary, by amended by the Board of Directors of the Corporation.

IN WITNESS WHEREOF, we the undersigned have made and signed these articles of incorporation at MIAMI, DADE COUNTY, FLORIDA, for the uses and purposes aforesaid.

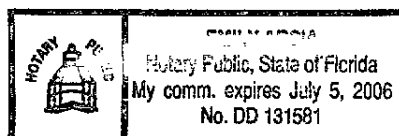
STATE OF FLORIDA)
) SS.
COUNTY OF DADE)

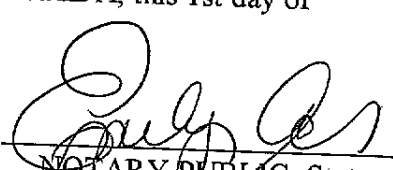

Gloria Valderrama
President

FDL: 1436-280-42-789-0
EXP 8/9/03

I HEREBY CERTIFY that on this day, before me personally appeared Gloria Valderrama, to me well known to be the person described as subscriber in and who executed the foregoing ARTICLES OF INCORPORATION and acknowledged before me that she subscribed to those ARTICLES OF INCORPORATION.

IN WITNESS WHEREOF, I have hereunto set my hand and official seal at CITY OF MIAMI, COUNTY OF MIAMI-DADE, STATE OF FLORIDA, this 1st day of October of the year 2002




NOTARY PUBLIC: State
of Florida at large.

SWORN ON 10/1/02


**CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE
SERVICE OR PROCESS WITHIN THE STATE, NAMING AGENT UPON WHOM
PROCESS MAY SERVED:**

In pursuance of Chapter 48.091 Florida Statutes, the following is submitted in
compliance with said act.

FIRST: That VALDERRAMA & ASSOCIATES, INC. desiring to organize under
the laws of the State of Florida with its principal office as indicated in the ARTICLES OF
INCORPORATION appoints Gloria Valderrama, with offices located at 10066 S.W.
222nd Street, Miami, Florida 33190, City of Miami, County of Miami-Dade its
Registered Agent, to accept service of process within this State.

ACKNOWLEDGMENT: Having been named to accept service of process for the above
named Corporation, at place designated in this certificate, I hereby accept to act in this
capacity and agree to comply with the provisions of said Act relative to keeping open
said office.

In the City of Miami, County of Dade, State of Florida, this 1st day of October of
the year 2002


Gloria Valderrama
Registered Agent

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TALLAHASSEE, FLORIDA