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CORPORATION NAME(S) & DOCUMEN	NT NUMBER(S) (if known):	
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#### ARTICLES OF INCORPORATION

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<u>OF</u>

SECRE WILL OF STATE

# B & W Consulting & Advertising Group, INC. TALLAHASSEE, FLORIDA

The undersigned incorporators, for the purpose of performing a corporation under the Florida General Corporation Act, hereby adopts the followings Articles of Incorporation.

#### ARTICLE I NAME

The name of the corporation shall be: B & W Consulting & Advertising Group, INC.

The principal place of business of this corporation shall be: 5500 SW 80 St. Miami, FL. 33143

#### ARTICLE II NATURE OF BUSINESS

This corporation may engage in or transact any or all lawful activities or business permitted under the laws of the United States, the State of Florida or any other state, country, territory or nation.

#### ARTICLE III CAPITAL STOCK

The aggregate number of shares of stock and its par value that this corporation is authorized to have outstanding at any one time is: 1000 Shares-\$1.00 value

#### ARTICLE IV TERM OF EXISTENCE

This corporation is to exist perpetually.

#### ARTICLE V OFFICERS DIRECTORS

The name and street address of the initial officer and director, if any, who shall hold office the first year of the corporation's existence or until their successor is elected, is:

Fernando Uria 5500 SW 80 ST. Miami, FL. 33143 Josefina Reyes-Lovio 12367 SW 140 St. Miami, FL. 33186 Jose Eduardo Pantin 25 Salamanca Ave. #1 Coral Gables, FL 33134

President

Vice-President

Vice-President

Prepared by: Fernando Uria 5500 SW 80 St. Miami, FL. 33143

#### ARTICLE VI INCORPORATOR

The name and street address of the incorporators are:

12367 SW 140 St. Josefina Reyes-Lovio Miami, FL. 33186 5500 SW 80 St. Fernando Uria Miami, FL. 33143 25 Salamanca Ave # 1 Jose Eduardo Pantin Coral Gables, FL. 33134

#### ARTICLE VII SHAREHOLDERS

The name and street address of the shareholders are:

34% Fernando Uria 5500 SW 80 St. Miami, Fl. 33143 33% Josefina Reyes-Lovio 12367 SW 140 St. Miami, FL. 33186 Jose Eduardo Pantin 33% 25 Salamanca Ave # 1 Coral Gables, FL. 33134

IN WITNESS WHEREOF, the undersigned incorporators have executed these Articles of Incorporation this 23 day of October, 2002.

Signature of Incorporators

STATE OF: FLORIDA **COUNTY OF: Miami-Dade** 

THE FOREGOING instrument was acknowledged and sworn to before me this 23 day of October, 2002, by Fernando Uria, FDL U60025044139-0 of B & W Consulting & Advertising Group, INC.

	Notary Public	
	My Commission Expires:	
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SECRELANT OF STATE TALLAHASSEE, FLORIDA

#### <u>CERTIFICATE OF DESIGNATION</u> <u>REGISTERED AGENT/REGISTERED OFFICE</u>

- 1. The name of the corporation is: B & W Consulting & Advertising Group, INC.
- 2. The name and address of the registered agent and office is:

Fernando Uria

5500 SW 80 St. Miami, FL. 33143

SIGNATURE

TITLE:

PRESIDENT

DATE:

October 23, 2002

HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION, AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY AGREE TO ACT IN THIS CAPACITY, AND I FURTHER AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATIVE TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES, AND I ACCEPT THE DUTIES AND OBLIGATIONS OF SECTION 607.325, FLORIDA STATUTES.

SIGNATURE

DATE: October 23, 200

REGISTERED AGENT FILING FEE: