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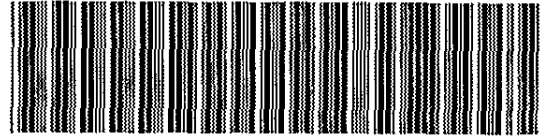
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TALLAHASSEE FLORIDA

CB 11-25

November 11, 2002

TO: Florida Division of Corporations  
Florida Department of State

FROM: Jose D. Laverde, CPA

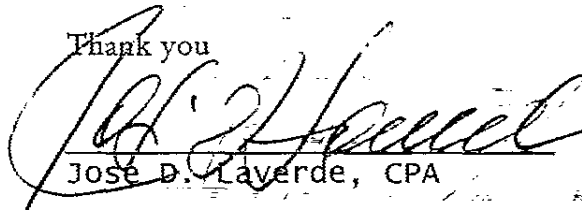
RE: FILING ARTICLES OF INCORPORATION FOR  
Jon-Jon & Associates Intl., Inc.

We are requesting you to please file the attached Articles of Incorporation for Jon-Jon & Associates Intl., Inc., as well as the Certificate of Designation.

If additional information is required, please contact me at

3347 NE 32<sup>nd</sup> Street Suite A  
Fort Lauderdale, FL 33308

Thank you



Jose D. Laverde, CPA

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION  
OF  
JON-JON & ASSOCIATES INTL., INC.

The undersigned incorporator hereby adopts these Articles of Incorporation for the formation of a corporation under Florida General Corporation Act.

ARTICLE I

NAME

The name of the corporation is Jon-Jon & Associates Intl., Inc.

ARTICLE II

DURATION

The duration of the corporation shall be perpetual.

ARTICLE III

INCORPORATION

The existence of the corporation shall commence as of the time of the filing of these Articles of Incorporation with the Secretary of the State of Florida.

ARTICLE IV

PURPOSES

The general purpose for which the corporation is initially organized is:

1. To engage in such lawful business for which corporations may be incorporated under the Florida General Corporation Act.

ARTICLE V  
AUTHORIZED SHARES

The aggregate number of authorized shares of stock that this corporation is authorized to have outstanding at any one time is one hundred shares of common stock each having no par value.

ARTICLE VI  
INDEMNIFICATION OF DIRECTORS,  
OFFICERS AND OTHER AUTHORIZED REPRESENTATIVES

Section 1. The corporation shall indemnify its officers, Directors, employees and agents against liabilities, damages, settlements and expenses (including attorneys' fees) incurred in connection with the Corporation's affairs, and shall advance such expenses to any such officers, directors, employees, to the full extent permitted by law, and as more particularly set forth in the Corporation's Bylaws. Such indemnification provisions of the Corporation's Bylaws may be enacted and modified from time to time by resolution of the Corporation's Board of Directors.

Section 2. Any repeal or modification of any provision of this article by the shareholders of the Corporation shall not adversely affect any right to protection of a Director, officer, employee or agent of the Corporation existing at the time of the such repeal or modification.

Section 3. Indemnification hereunder and under the bylaws shall be a personal right and the Corporation shall have no liability under this Article to any insurer or any person, corporation, partnership, association, trust or other entity (other than the heirs, executors or administrators of such person) by reason of subrogation, assignment or succession by any other means to the claim of any person to indemnification hereunder or under the Corporation's Bylaws.

ARTICLE VII  
REGISTERED OFFICE AND AGENT

The initial street address of the registered office of this corporation in the State of Florida is: 1551 NW 125 Avenue Suite #303 Sunrise, FL 33323.

The name of the initial registered agent at such address is Jonathan Eraso.

ARTICLE VIII  
INITIAL BOARD OF DIRECTORS

The initial Board of Directors shall consist of three members.  
The initial Directors and their addresses are:

<u>NAME</u>	<u>ADDRESS</u>
Jonathan Eraso, Chairman	1551 NW 125 Avenue #303 Sunrise, FL 33323
Juan Arocha, Director	8165 Severn Dr. #C Boca Raton, FL 33433
Maria Angelica Toro, Director	1551 NW 125 Avenue #303 Sunrise, FL 33323

ARTICLE IX  
INCORPORATOR

The name and address of the incorporator is:

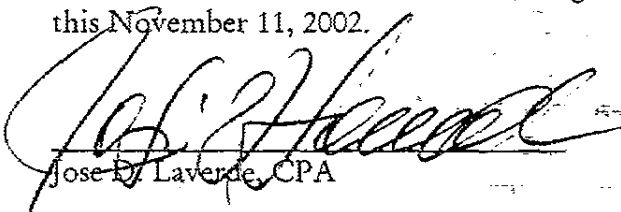
<u>NAME</u>	<u>ADDRESS</u>
Jose D. Laverde	3347 NE 32 <sup>nd</sup> Street Suite A Fort Lauderdale, FL 33308

ARTICLE X  
MAILING ADDRESS

The initial mailing address of the Corporation shall be:

P. O. Box 551463  
Fort Lauderdale, FL 33355

IN WITNESS WHEREOF, the undersigned has executed this Articles of Incorporation  
this November 11, 2002.

  
Jose D. Laverde, CPA

**Jon-Jon & Associates Intl., Inc.**

**CERTIFICATE OF DESIGNATION**

**REGISTERED AGENT/REGISTERED OFFICE**

**FILED**

**02 NOV 18 AM 10: 50**

**SECRETARY OF STATE  
TALLAHASSEE, FLORIDA**

Pursuant to the provisions of section 607.0501, Florida Statutes, the undersigned corporation, organized under the laws of the State of Florida, submits the following statement in designating the registered office/registered agent, in the State of Florida.

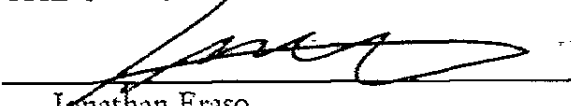
1. The name of the corporation is Jon-Jon & Associates Intl., Inc.
2. The name and address of the Registered Agent and office is:

Jonathan Eraso  
1551 NW 125 Avenue #303  
Sunrise, FL 33323

Signature:   
Maria Angelica Toro, President

Date: November 11, 2002

HAVING BEEN NAMED AS REGISTERED AGENT AND TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY ACCEPT THE APPOINTMENT AS REGISTERED AGENT AND AGREE TO ACT IN THIS CAPACITY. I FURTHER AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATING TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES, AND I AM FAMILIAR WITH AND ACCEPT THE OBLIGATIONS OF MY POSITION AS REGISTERED AGENT.

Signature: 

Jonathan Eraso

Date: November 11, 2002