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Florida Department of State
Division of Corporations
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FLORIDA PROFIT CORPORATION OR P.A.

palm depot corp.

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ARTICLES OF INCORPORATION
OF
PALM DEPOT CORP.

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TALLAHASSEE FLORIDA

ARTICLE I - CORPORATE NAME.

The name of the corporation is Palm Depot Corp.

Corporate Address: 19000 SW 192nd Street
Miami, FL 33187

ARTICLE II - NATURE OF BUSINESS.

This corporation may engage in any activity of business permitted under the laws of the United States of America and the laws of the State of Florida.

ARTICLE III - DURATION.

This corporation shall have perpetual existence unless sooner dissolved in accordance with the laws of the State of Florida. The date on which corporate existence shall begin is:

December 10, 2002.

ARTICLE IV - CAPITAL STOCK

This corporation is authorized to issue shares of stock as follows:

- A. Designation. The stock of this corporation shall be known as Common Stock.
- B. Authorized. The maximum number of shares of Common Stock that this corporation may issue is: 90.

Prepared by:
Law Offices of Miriam R. Merlo, P.A.
3211 Ponce De Leon Blvd., Suite 201
Coral Gable, FL 33134
305/443-1922
Fla. Bar No. 027596

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C. Par Value: Each share of Common Stock shall have NO par value.

D. Consideration: Shares of Common Stock may be issued in exchange for cash, real property, labor or services rendered, or any other combination of the foregoing. In the absence of fraud in the transaction, the judgment of the Board of Directors as to the value of any such consideration shall be conclusive.

E. Non-accessibility: Each share of Common Stock shall be issued in exchange for consideration which is at least equal to the par value thereof, and shall be fully paid and non-assessable.

F. Voting Rights: Each share of Common Stock shall entitle the record holder thereof, to one vote upon each proposal presented at meetings of the stockholders of the corporation.

G. Dividends: Record holders of Common Stock are entitled to receive their pro-rata share of any dividends that may be declared by the Board of Directors out of assets legally available for such purpose.

H. Liquidation Rights: Holders of Common Stock are entitled in the event of liquidation or dissolution of this corporation, to receive their pro-rata share of any assets of this corporation remaining after payment of all corporate debts and obligations.

ARTICLE V - INITIAL REGISTERED AGENT AND OFFICE

The street address of the Initial Registered Office of this corporation is 19000 SW 192nd Street, Miami, FL 33187 and the name of the Initial Registered Agent of this corporation at that address is **Daniel M. Rodriguez**.

ARTICLE VI - DIRECTORS.

This corporation shall have initially 1 (One) President, 1 (One) Vice-President, 1 (One) Secretary, and 1 (One) Treasurer. The number of Directors may either increase or decrease, from time to time, by the bylaws but shall never be less than one. The name and address of the Directors of this corporation are:

Alberto G. Rodriguez - President – 30545 SW 193rd Avenue, Homestead, FL 33032.

Esteban L. Rodriguez - Vice-President/Treasurer – 16454 NW 84th Avenue, Miami Lakes, FL 33016.

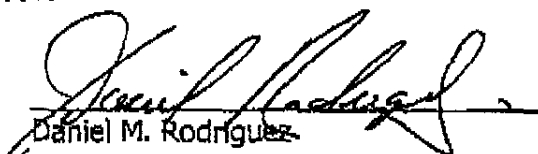
Daniel M. Rodriguez - Secretary – 7560 SW 67th Street, Miami, FL 33143.

ARTICLE VII - INITIAL SUBSCRIBER

The name and address of the Initial Subscriber of these Articles of Incorporation is:

Daniel M. Rodriguez, 19000 SW 192nd Street, Miami, FL 33187.

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation this 10th day of December, 2002.


Daniel M. Rodriguez

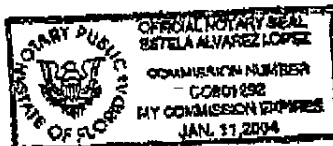
STATE OF FLORIDA)
) SS:
COUNTY OF MIAMI-DADE)

I hereby certify that on this day, before me, an officer duly authorized to administer oaths and take acknowledgments, personally appeared Daniel M. Rodriguez, known to me to be the person described in and who executed the foregoing instrument, who acknowledged before me that they executed the same, that I relied upon the following form of identification of the above named persons: Daniel M. Rodriguez, and that an oath (was)(was not) taken.

Witness my hand and seal in the County and State last aforesaid this 10th day of December, 2002.


Notary Public, State of Florida at Large

My Commission Expires:



CERTIFICATE OF DESIGNATION
REGISTERED AGENT-REGISTERED OFFICE

First - That Palm Depot Corp., desiring to organize under the laws of the State of Florida with its principal office, as indicated in these Articles of Incorporation, has named Daniel M. Rodriguez located at 19000 SW 192nd Street, Miami, FL 33187, as its agent to accept service of process within this State.

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

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HEREBY ACCEPT THE APPOINTMENT AS REGISTERED AGENT AND AGREE TO ACT IN THAT 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:

Daniel M. Rodriguez
 DANIEL M. RODRIGUEZ, REGISTERED AGENT

STATE OF FLORIDA)
)
 COUNTY OF MIAMI-DADE)

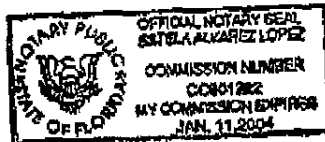
SS:

I hereby certify that on this day, before me, an officer duly authorized to administer oaths and take acknowledgments, personally appeared DANIEL M. RODRIGUEZ, known to me to be the person described in and who executed the foregoing instrument and who acknowledged before me that he executed the same, that I relied upon the following form of identification of the above-named person: Daniel M. Rodriguez and that an oath (was)(was not) taken.

Witness my hand and seal in the County and state last aforesaid this 10th day of December, 2002.

Estela Alvarez Lopez
 Notary Public, State of Florida at Large

My Commission Expires:



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