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Division of Corporations
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From:

Account Name : TEW & BEASLEY, L.L.P.
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FLORIDA PROFIT CORPORATION OR P.A.

PASQUALLE, INC.

Certificate of Status	1
Certified Copy	1
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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**ARTICLES OF INCORPORATION
OF
PASQUALLE, INC.**

The undersigned a natural person, competent to contract, hereby subscribes to these Articles of Incorporation for the purpose of forming a corporation pursuant to the Florida General Corporation Act, Florida Statutes, Chapter 607.

**ARTICLE I
NAME**

The name of this corporation shall be as set forth above.

**ARTICLE II
GENERAL NATURE OF BUSINESS AND POWERS**

The general nature of the business to be transacted by this Corporation is to engage in any and all business permitted under the laws of the United States and the State of Florida.

**ARTICLE III
CAPITAL STOCK**

The maximum number of shares of stock that this Corporation is authorized to issue and have outstanding at any one time is One Thousand (1000) shares of common stock having a par value of One Dollar (\$1.00) per share.

Shares may be issued only for consideration having a value, in the judgment of the Board of Directors, at least equivalent to the full par value of the stock to be issued. All shares issued shall be fully paid and nonassessable.

**ARTICLE IV
TERM OF EXISTENCE**

This Corporation shall exist perpetually unless dissolved according to law.

**ARTICLE V
REGISTERED AGENT AND INITIAL REGISTERED OFFICE**

The Registered Agent and the street address of the initial Registered Office of this Corporation in the State of Florida shall be:

Frank Muñoz
1852 SW 12th Street
Miami, Florida 33135

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TALLAHASSEE, FLORIDA

The Board of Directors may, from time to time, move the Registered Office to any other address in the State of Florida.

ARTICLE VI BOARD OF DIRECTORS

This Corporation shall have one (2) director initially. The number of directors may be increased or diminished from time to time by By-Laws adopted by the stockholders, but shall never be less than one (1).

ARTICLE VII INITIAL DIRECTORS

The name of the initial directors of this Corporation and their street address are:

Frank Muñoz- President
1852 SW 12th Street
Miami, Florida 33135

Nubia Emperatriz Castillo- Vice President
1852 SW 12th Street
Miami, Florida 33135

The person named as initial director shall hold office until the first annual meeting of Shareholders, and thereafter until a successor is elected or appointed and has qualified.

ARTICLE VIII PRINCIPAL OFFICE

The principal office of the corporation is as follows:

1852 SW 12th Street
Miami, Florida 33135

ARTICLE IX INCORPORATOR

The name and street address of the person signing these Articles of Incorporation as the Incorporator is:

Frank Muñoz
1852 SW 12th Street
Miami, Florida 33135

**ARTICLE X
CONFLICT OF INTEREST**

No contract between this Corporation and another corporation or another individual shall be invalidated by reason of the fact that one or more of the officers or directors of this Corporation are officers or directors of the said other corporation, or by reason of the fact that one or more of the officers or directors of this Corporation may be the other individual or individuals contracting with this Corporation.

**ARTICLE XI
BY-LAWS**

The Shareholders or the Board of Directors shall adopt By-Laws for the Corporation. The By-Laws may be amended, altered or repealed by the Shareholders or Directors in any manner permitted by the By-Laws which is in accord with the purposes of the Corporation as set out in these Articles of Incorporation.

**ARTICLE XII
AMENDMENT**

These Articles of Incorporation may be amended by the Corporation in any manner now or hereafter provided for by law.

**ARTICLE XIII
INDEMNIFICATION**

This Corporation may indemnify any Officer or Director, or any former Officer or Director, to the full extent permitted by law.

IN WITNESS WHEREOF, the undersigned, as the Incorporator, has executed the foregoing Articles of Incorporation as of the 13th day of December, 2002.

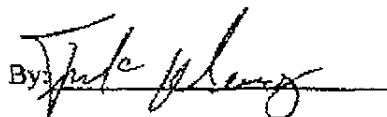
By: 

Frank Muñoz

CERTIFICATE DESIGNATING REGISTERED AGENT
AND REGISTERED OFFICE FOR
PASQUALLE, INC.

In compliance with Florida Statutes Sections 48.091 and 607.0501 the following is submitted:

PASQUALLE, INC., desiring to organize as a corporation under the laws of the State of Florida, has designated , 1852 SW 12th Street, Miami, Florida 33135 as its initial Registered Office and has named Frank Muñoz, located at said address as its initial Registered Agent.

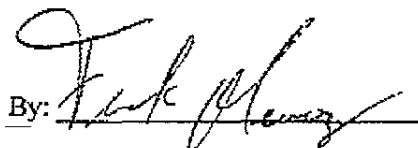
By: 

Frank Muñoz

Incorporator

ACCEPTANCE BY REGISTERED AGENT

Having been named Registered Agent for the above stated Corporation, at the designated Registered Office, I hereby accept said appointment, and agree to comply with all provisions of Florida Statutes relative to keeping open said office.

By: 

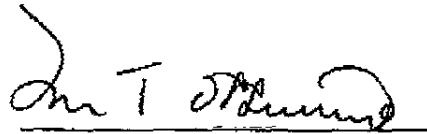
Frank Muñoz

Registered Agent

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

STATE OF FLORIDA
COUNTY OF MIAMI-DADE

Before me the undersigned authority, on this 13th day of December, 2002 personally
appeared before me, Frank Muñoz, who is personally known to me or has produced
_____ as identification.



Notary Public

State of Florida

My Commission Expires:

My Commission DD102072
Expires March 21, 2006
Maria T. Osorio



Maria T. Osorio
My Commission DD102072
Expires March 21, 2006