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Division of Corporations

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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To: Division of Corporations
Fax Number : (850) 205-0381

From: Account Name : ACE INDUSTRIES, INC.
Account Number : 070744001530
Phone : (305) 358-2571
Fax Number : (305) 373-7718

FLORIDA PROFIT CORPORATION OR P.A.

RIONEL RODRIGUEZ, INC.

Certificate of Status	0
Certified Copy	1
Page Count	01
Estimated Charge	\$78.75

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION
OF

Rionel Rodriguez, Inc.

The undersigned subscribers to these Articles of Incorporation, natural persons competent to contract, hereby form a corporation for profit under the laws of the State of Florida.

ARTICLE I - NAME

The name of the corporation is: **Rionel Rodriguez, Inc.**

ARTICLE II - NATURE OF BUSINESS

The general character, purpose, and nature of business to be transacted by this corporation are to carry on in any capacity and business or trade deemed legally in the State of Florida.

ARTICLE III - CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any time is One Thousand (1000) shares of common stock, each share having a par value of \$1.00.

ARTICLE IV - INITIAL CAPITAL

The amount of the capital with which this corporation shall begin business is \$1,000.00.

ARTICLE V - TERM OF EXISTENCE

This corporation shall have perpetual existence.

ARTICLE VI - ADDRESS

The initial street address of the principal office of this corporation is to be at 5723 SW 3rd Street, Miami, FL 33144. The Board of Directors may from time to time designate such other address and place for the principal office of this corporation as it may see fit.

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WRITTEN STATEMENT ORGANIZING CORPORATION

The undersigned hereby constitute all of the incorporators and members of the first board of directors of **Rionel Rodriguez, Inc.**, a Florida Corporation. In lieu of holding an organization meeting of directors, we do hereby make the following written statement pursuant to the terms of §607.134, Florida Statutes:

Articles of Incorporation: The articles of incorporation of this corporation were filed with the Department of the State of Florida on February 1, 2003. In due course, a letter was received from the Department of State evidencing the filing thereof and receipt of filing fees and taxes. A copy of said articles and letter are attached hereto and incorporated by reference.

Bylaws: A set of proposed bylaws, prepared and submitted by counsel for the corporation in the form attached hereto and incorporated by reference, have been reviewed in their entirety and adopted as the bylaws of this corporation.

Officers: The following persons are hereby elected as directors and/or officers to serve until their successors become qualified and elected.

Rionel Rodriguez

Stock Certificate: The stock certificates of the corporation will be in the form attached hereto.

Stockholders: Rionel Rodriguez, owning 100% of the stock

Bank Account: The appropriate officer(s) of the corporation are hereby authorized and directed to open an account with any commercial bank and to deposit therein all funds of the corporation. Also checks, drafts and notes of the corporation, payable on said account(s) will be made in the name of the corporation signed by any one of the following individuals:

Rionel Rodriguez

DATED this 3rd day of February, 2003.

by:


Rionel Rodriguez

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ARTICLE IX - INCORPORATION

The name and street address of the incorporator(s) to these Articles of Incorporation are:

Rionel Rodriguez, 5723 SW 3rd Street, Miami, FL 33144

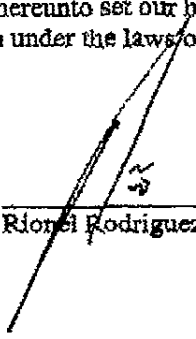
ARTICLE X - EFFECTIVE DATE

These Articles of Incorporation shall be effective upon acceptance by the Secretary of State.

ARTICLE XI - AMENDMENT

These articles of Incorporation may be amended in the manner provided by law. Every amendment shall be approved by the Board of Directors, proposed by them to the stockholders and approved at a stockholder's meeting by a majority of the stockholders entitled to vote thereon, manifesting their intention that a certain amendment to these Articles of Incorporation be made.

IN WITNESS WHEREOF, we have hereunto set our hands and seals, acknowledged and filed this foregoing, Articles of Incorporation under the laws of the State of Florida, this 3rd day of February 1, AD, 2003.


Rionel Rodriguez

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ARTICLE VII - REGISTERED AGENT

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

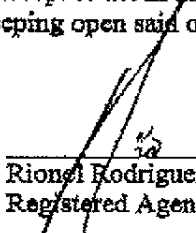
That **Rionel Rodriguez, Inc.**, desiring to organize under the laws of the State of Florida with its principal office as indicated in the Article of Incorporation, County of Dade, has named:

Rionel Rodriguez
5723 SW 3rd Street
Miami, FL 33144

as its agent to accept service of process within this state.

ACKNOWLEDGMENT

Having been named to accept service of process for the above stated corporation, at the 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.



Rionel Rodriguez
Registered Agent

The corporation shall have two (2) directors initially. The number of directors may be increased or diminished from time to time by the bylaws, but shall never be less than one.

ARTICLE VIII - INITIAL DIRECTORS

The name and street address of the initial director(s) who shall hold office until his or her successors are elected and have qualified are as follows:

President: Rionel Rodriguez
5723 SW 3rd Street, Miami, FL 33144

Secretary/Treasurer: Rionel Rodriguez
5723 SW 3rd Street, Miami, FL 33144

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