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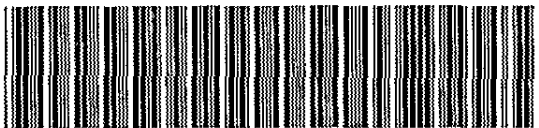
(Business Entity Name)

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03 APR -1 PM 1:42  
SECRETARY OF STATE  
TALLAHASSEE FLORIDA  
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RUSSO & KAVULICH, P.L.  
Attorneys and Counselors at Law  
GABLES INTERNATIONAL PLAZA  
2655 LEJEUNE ROAD, PH 1-D  
CORAL GABLES, FLORIDA 33134

REX E. RUSSO, J.D.  
JEROME J. KAVULICH, L.L.M.

TELEPHONE (305) 442-7393  
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E-MAIL REXLAWYER@PRODIGY.NET

April 1, 2003

**Via Federal Express**

Secretary of State  
Division of Corporations  
409 East Gaines Street  
Tallahassee, FL 32399

**Re: Processing Center of Fla., Inc.**

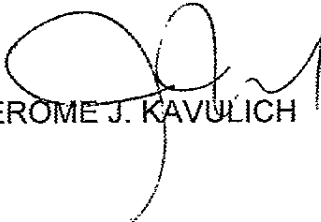
Dear Sir/Madam:

Enclosed please find an original and one copy of the Articles of Incorporation of Processing Center of Fla., Inc. Our firm check in the amount of \$87.50 is enclosed, representing the following:

Filing Fee	\$35.00
Designation of Resident Agent	\$35.00
Certified Copy	8.75
Certificate of Status	<u>8.75</u>
Total	\$87.50

If there should be any questions, please contact the undersigned.

Very truly yours,

  
JEROME J. KAVULICH

JJK:mmi  
Enclosures

cc: Eva Morales

ARTICLES OF INCORPORATION  
OF  
PROCESSING CENTER OF FLA., INC.

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SECRETARY OF STATE  
TALLAHASSEE FLORIDA

The undersigned, for the purpose of forming a corporation under the Florida Business Corporation Act, does hereby adopt the following Articles of Incorporation:

Article 1. Name: The name of the corporation is:

**Processing Center of Fla., Inc.**

Article 2. Duration: The duration of the Corporation is perpetual.

Article 3. Purpose: To engage in lawful business of any kind permissible in the State of Florida.

Article 4. Capital Stock: The aggregate number of shares which the Corporation is authorized to issue is five hundred (500) shares of common stock. Such shares shall be of a single class and shall have a par value of \$1.00 per share.

Article 5. Principal Office or Mailing Address: The principal office (mailing address) of the corporation shall initially be at:

**2356 SW 15<sup>th</sup> Street, Miami, Florida 33145**

Article 6. Initial Registered Office and Agent: The street address of the initial Registered Office of the Corporation is **2655 Le Jeune Road, PH 1-D, Coral Gables, Florida 33134**, and the name of its initial Registered Agent at that address is **Jerome J. Kavulich, Esq.**

Article 7. Initial Board of Directors: The number of Directors constituting the initial Board of Directors is one (1). The number of Directors may be increased or decreased from time to time in accordance with the Bylaws but shall never be less than one. The name and address of each initial Director of the Corporation is as follows:

**Eva Morales, 2356 SW 15<sup>th</sup> Street, Miami, Florida 33145**

Article 8. Incorporators: The name and address of each Incorporator is as follows:

**Eva Morales, 2356 SW 15<sup>th</sup> Street, Miami, Florida 33145**

Article 9. Amendment: The Corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation or any amendment to them, and any right conferred upon the Shareholders is subject to this reservation.

Article 10. Indemnification: The Corporation shall indemnify each Officer and Director, including former Officers and Directors, to the full extent permitted by law.

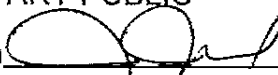
Article 11. Commencement of Corporate Existence: In accordance with Section 607.0203, Florida Statutes, the date when corporate existence shall commence is the date of subscription and acknowledgment of these Articles of Incorporation.

IN WITNESS WHEREOF, the undersigned have signed these Articles of Incorporation on this 31 day of March, 2003.

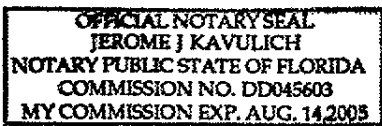
  
EVA MORALES,  
INCORPORATOR

STATE OF FLORIDA        )  
COUNTY OF MIAMI-DADE )

The foregoing instrument was acknowledged before me this 31 day of March, 2003, by EVA MORALES. She is personally known to me or has produced as an identification and taken an oath.

NOTARY PUBLIC  
Sign   
Print Jerome J. Kavulich  
State of Florida at Large

My Commission Expires:



ACCEPTANCE BY REGISTERED AGENT

The undersigned hereby accepts the appointment as Registered Agent of **Processing Center of Fla., Inc.**, which is contained in the foregoing Articles of Incorporation.

DATED this 31 day of March, 2003

  
JEROME J. KAVULICH, ESQ.  
REGISTERED AGENT

03 APR -1 PM 1:42  
SECRETARY OF STATE  
TALLAHASSEE FLORIDA  
**FILED**