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Division of Corporations

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Account Name : DE LA PENA & ASSOCIATES, P.A.
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FLORIDA PROFIT CORPORATION OR P.A.

AGD Consulting, Inc.

Certificate of Status	0
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**ARTICLES OF INCORPORATION
OF**

AGD Consulting, Inc.

In compliance with the requirements of F.S. Chapter 607, the undersigned, being a natural person, hereby acts as an incorporator in adopting and filing the following articles of incorporation for the purpose of organizing a business corporation.

ARTICLE I

The name of the Corporation is AGD Consulting, Inc. ("Corporation")

ARTICLE II

The existence of the Corporation shall begin upon the filing of these articles of incorporation with the Florida Secretary of State's office.

ARTICLE III

The street address of the principal office of the Corporation is 21230 Northeast 3rd Court, Miami, Florida, 33179.

ARTICLE IV

The maximum number of shares this Corporation is authorized to issue is 1000, par value \$.01 per share, all of which shall be Common Shares. All Common Shares shall be identical with each other in every respect and the holders of Common Shares shall be entitled to one vote for each share on all matters on which shareholders have the right to vote.

ARTICLE V

The initial street address of the Corporation's registered office is 21230 Northeast 3rd Court, Miami, Florida, 33179. The initial registered agent for the Corporation at that address is Jacqueline de Sales.

ARTICLE VI

The initial board of directors shall consist of two (2) members. This number may be increased or decreased from time to time in accordance with the Corporation's bylaws, but shall never be less than one. The names and addresses of the persons who will serve on the initial board of directors are:

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<u>Name</u>	<u>Address</u>
Alberto de Sales	21230 Northeast 3 rd Court Miami, Florida, 33179
Jacqueline de Sales	21230 Northeast 3 rd Court Miami, Florida, 33179

ARTICLE VII

The names and street addresses of the person signing these articles of incorporation are:

<u>Name</u>	<u>Address</u>
Alberto de Sales	21230 Northeast 3 rd Court Miami, Florida, 33179

ARTICLE VIII

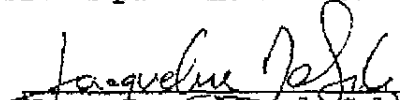
The Corporation shall indemnify its incorporator, directors, officers, employees, and agents to the fullest extent permitted by law.

IN WITNESS WHEREOF, the undersigned incorporator has executed these articles of incorporation on July 26th, 2003.


Name: Alberto de Sales

ACCEPTANCE OF REGISTERED AGENT

Having been named to accept service of process for AGD Consulting, Inc. at the place designated in the articles of incorporation, the undersigned is familiar with and accepts the obligations of that position pursuant to F.S. 607.0501(3).


Name: Jacqueline de Sales

Date: July 25th, 2003

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