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To:

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

From:

Account Name : FAS-T CORP. AGENTS, INC.
Account Number : 071001002335
Phone : (305) 599-0839
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FLORIDA PROFIT CORPORATION OR P.A.**N & D ENTERPRISES, INC.**

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F. CHESNEY SEP 30

ARTICLES OF INCORPORATION
OF
N & D ENTERPRISES, INC.

The undersigned incorporator(s), for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopts(s) the following Articles of Incorporation.

ARTICLE I NAME

The name of the corporation shall be:

N & D ENTERPRISES, INC.

The principal place of business and mailing address of this corporation shall be:

22184-D BOCA RANCHO DR.
BOCA RATON, FL 33428

ARTICLE II NATURE OF BUSINESS

This corporation may engage in or transact any or all lawful activities or business permitted under the laws of the United States, the State of Florida any other state, country, territory or nation.

ARTICLE III CAPITAL STOCK

The number of shares of stock that this corporation is authorized to have outstanding at any one time is:

1000 SHARES \$ 1.00 PER VALUE

ARTICLE IV TERMS OF EXISTENCE

This corporation is to exist perpetually.

Prepared by:
Hispan American Services Inc.
1835 W. Flagler St., Suite # 11
Miami, FL 33135

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The name(s) and street address (es) of the initial officer(s) and director(s), if any, who shall hold office the first year of the corporation's existence or until their successor(s) is(are) elected,

LUIS BUSTAMANTE
22184-D BOCA RANCHO DR
BOCA RATON, FL 33428

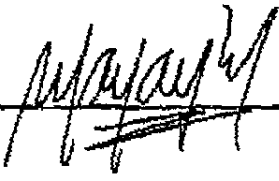
ARTICLE VI INCORPORATOR(S)

The name(s) and address (es) of the incorporator(s) to these articles of incorporation is(are):

LUIS BUSTAMANTE
22184-D BOCA RANCHO DR
BOCA RATON, FL 33428

IN WITNESS WHEREOF, the undersigned incorporator(s) has (have)
executed these Articles of Incorporation this 26 day of September, 2003

Signature(s) of Incorporator(s)



CERTIFICATE OF DESIGNATION
REGISTERED AGENT/REGISTERED OFFICE

1. The name of the corporation _____

N & D ENTERPRISES, INC.

2. The name and address of the registered agent and office is: _____

LUIS BUSTAMANTE

(P.O. BOX NOT ACCEPTABLE)

22124-D BOCA RANCHO DR., BOCA RATON, FL 33428

(ADDRESS OFFICE)

SIGNATURE _____

TITLE _____

President

DATE _____

11/26/2001

HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION, AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY AGREE TO ACT IN THIS CAPACITY, AND I FURTHER AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATIVE TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES, AND I ACCEPT THE DUTIES AND OBLIGATIONS OF SECTION 607.325, FLORIDA STATUTES.

SIGNATURE _____

DATE _____

11/26/2003

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