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P. 1

Division of Corporations

Page 1 of 1

P 04 0000 13577

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**FLORIDA PROFIT CORPORATION OR P.A.
PROFESSIONAL MANAGEMENT GROUP ACCOUNTING CORP.**

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**ARTICLES OF INCORPORATION
OF**

PROFESSIONAL MANAGEMENT GROUP ACCOUNTING CORP.

THE UNDERSIGNED SUBSCRIBER (S) TO THESE ARTICLES OF INCORPORATION, NATURAL PERSON (S) COMPETENT TO CONTRACT, HEREBY FORM A CORPORATION UNDER THE LAWS OF THE STATE OF FLORIDA.

ARTICLE I - CORPORATE NAME

THE CORPORATE NAME OF THE CORPORATION IS:

PROFESSIONAL MANAGEMENT GROUP ACCOUNTING CORP.

ARTICLE II - PRINCIPAL OFFICE

12910 S.W. 119 ST., MIAMI, FL. 33186

ARTICLE III - PURPOSE

THE CORPORATION IS ORGANIZED FOR THE PURPOSE OF ENGAGING IN ANY ACTIVITIES OR BUSINESS PERMITTED UNDER THE LAWS OF THE UNITED STATES AND THE STATE OF FLORIDA.

ARTICLE IV - CAPITAL STOCK

THE CORPORATION IS AUTHORIZED TO ISSUE ONE HUNDRED SHARES (100) OF ONE DOLLAR (\$1.00 PAR VALUE COMMON STOCK, WHICH SHALL BE DESIGNATED "COMMON SHARES". TO BE DISTRIBUTED AS FOLLOW: JUANA M. CASTAÑEDO 75%, MANUEL A. CASTAÑEDO 25%

ARTICLE V - INITIAL REGISTER OFFICE AND AGENT

THE NAME AND STREET ADDRESS OF THE INITIAL REGISTER AGENT OF THIS CORPORATION IS:

NAME	: JUANA M. CASTAÑEDO
ADDRESS	: 12910 S.W. 119 ST.
CITY/STATE	: MIAMI, FL. 33186

I JUANA M. CASTAÑEDO HEREBY AM FAMILIAR WITH AND ACCEPT THE DUTIES AND RESPONSIBILITIES AS REGISTER AGENT FOR SAID CORPORATION.


JUANA M. CASTAÑEDO (SEAL)

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ARTICLE VI - INITIAL BOARD OF DIRECTORS

THIS CORPORATION SHALL HAVE (2) DIRECTOR (S) INITIALLY. THE NUMBER OF DIRECTORS MAY EITHER INCREASED OR DIMINISHED FROM TIME TO TIME BY THE BYLAWS, BUT SHALL NEVER BE LESS THAN ONE (1). THE NAME AND ADDRESSES OF THE INITIAL DIRECTOR (S) OF THE CORPORATION ARE AS FOLLOWS:

NAME	: JUANA M. CASTADEDO	TITLE: PRESIDENT / SECRETARY
ADDRESS	: 12910 S.W. 119 ST.	
CITY/STATE	: MIAMI, FL. 33186	
NAME	: MANUEL A. CASTANEDO	TITLE: VICE PRESIDENT
ADDRESS	: 12910 S.W. 119 ST.	
CITY/STATE	: MIAMI, FL. 33186	
NAME	:	TITLE:
ADDRESS	:	
CITY/STATE	:	

ARTICLE VII - INCORPORATORS

THE NAMES AND ADDRESSES OF THE PERSON (S) SIGNING THESE ARTICLES OF

NAME	: JUANA M. CASTANEDO	TITLE: PRESIDENT / SECRETARY
ADDRESS	: 12910 S.W. 119 ST.	
CITY/STATE	: MIAMI, FL. 33186	
NAME	: MANUEL A. CASTANEDO	TITLE: VICE PRESIDENT
ADDRESS	: 12910 S.W. 119 ST.	
CITY/STATE	: MIAMI, FL. 33186	
NAME	:	TITLE:
ADDRESS	:	
CITY/STATE	:	

IN WITNESS WHEREOF, THE UNDERSIGNED SUBSCRIBER (S) HAVE EXECUTED THESE ARTICLES OF INCORPORATION THIS 2nd DAY OF JANUARY 2004

Juana M. Castanedo (SEAL)

Manuel A. Castanedo (SEAL)

MANUEL A. CASTANEDO (SEAL)

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