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#### ARTICLES OF INCORPORATION

PROCOM GROUP OF MARCO, INC.



We, the undersigned, hereby associate ourselves for the purpose of becoming a corporation under the laws of the State of Florida and under the statue of the State of Florida for the formation, rights, privileges, immunities and liabilities of Incorporation for profit, it is:

#### ARTICLE I

THE NAME OF THE CORPORATION SHALL BE:

PROCOM GROUP OF MARCO , INC.

## ARTICLE II

The corporation shall engage in any activity or business permitted under the laws of the State of Florida and of the United States of America.

## ARTICLE III

The maximum number of shares which the corporation is authorized to issue and have outstanding at any time is 100 shares of common stock, and which common stock shall have a par value of \$5.00 per share. All stock is to be issued as fully paid and exempt from assessment.

## ARTICLE IV

The pledge, sale, transfer or other disposition of the capital stock may be governed and restricted by the By-Laws or written agreement amongst the stockholders which shall be on file in the office of the officers of the corporation so named in Article VII herein. The By-Laws may provide for cumulative voting by stockholders at all election of the directors of the corporation.

## ARTICLE V

The amount of capital with which this corporation may begin business shall not be less than Five Hundred (\$ 500.00) Dollars.

#### ARTICLE VI

The existence of the corporation is perpetual.

#### ARTICLE VII

The initial post office address and principal officers of the corporation in the State of Florida shall be 11958 SW 72 TERR.MIAMI.FL. 33183

The Board of Directors may from time to time move the principal offices to any other address within the State of Florida. The registered agent is:

JUAN C. MACIAS

Address: 11958 SW 72 TERR.MIAMI.FL. 33183

ARTICLE VIII

The business of the corporation shall be managed by a Board of Directors

consisting of not less than (2) nor more than (5) directors. A quorum for the holding of a meeting of the Board of Directors, and for the transaction of any business p roperly carried out by the directors on behalf of the corporation, shall consist of a majority of the members thereof. But the directors, by unanimous consent in writing, included in the minutes of the corporation, may consent to the doing of any act and such consent in writing shall have the same force and effect as though a formal meeting had been held pursuant to call being duly made as though the said act had been

#### ARTICLE IX

and/or such duties may be delegated to an "Executive Committee."

completed and authorized at a meeting at which a quorum had been present,

The names and post office addresses of the members of the first Board of Directors and slate of corporate officers are as follows:

NAME:
ISIDRO GUILLAMA
JUAN C. MACIAS
LUIS RATON
SEAN COUTTS

TITLE ADDRESS

PRESIDENT-SECRETARY 5329 GRANADA BLVD.MTAMT

V/PRESIDENT-TREASURER 11958 SW 723TERR.MIAMI.

V/PRESIDENT 2141 SW 126 CT.MIAMI.

V/PRESIDENT 5400 SW 80 ST.MIAMI.

# ARTICLE X

The names and post office addresses of the subscribers to the Articles of Incorporation, and the number of shares of stock that they agree to take are as follows:

-	NAME:	<u>ADDRESS</u>	SHARES	CASH VALUE
Į	JUAN C. MACIAS	11958 SW 72 TERR.MIAMI.	25	\$125.00
ι	ISIDRO GUILLAMA	5329 GRANADA BLVD.MIAMI.	25	125.00
i	LUIS RATON	2141 SW 126 CT.MIAMI.	25	125.00
Ì	SEAN COUTTS	5400 SW 80 ST.MIAMI.	25	125.00

# ARTICLE XI

The stock of the corporation may be issued pursuant to the provisions under

\* 1244 of the Internal Revenue Code in order for the stockholders of the

corporation may receive the benefits thereunder.

IN WITNESS WHEREOF: We have hereunto set our hands and seals this 24 day of FEBRUARY . 2004.

(SEAL)

(SEAL)

S RATON (SEAL)

SEAN COUTTS

STATE OF FLORIDA: COUNTY OF DADE.

CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE SERVICE OF PROCESS WITHIN THE STATE, NAMING AGENT UPON WHOM PROCESS MAY BE SERVED.

In pursuance of Chapter 48.091, Florida Statutes the following is
submitted, in compliance with said Act:
THAT PROCOM GROUP OF MARCO INC.
desiring to organize under the laws of the State of Florida, with its
principal office, as indicated in the Articles of Incorporation at the City
of Miami, County of Dade, State of Florida, has named:
JUAN C. MACIAS  TALLAHARY OF STATE  as its agent to accept service of process within thirdssee, FLORIC

Having been named to accept service of process for the above state 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.

REGISTERED AGENT

JUAN C. MACIAS