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Fax Number : (850) 205-0381

From: Account Name : FAS-T CORP. AGENTS, INC.
Account Number : 071001602335
Phone : (305) 599-0839
Fax Number : (305) 716-0346

2nd Request

FLORIDA PROFIT CORPORATION OR P.A.

MTZ & ASSOCIATES, INC.

*Attn:
Becky Monright
2nd Request.*

Certificate of Status	0
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FLORIDA DEPARTMENT OF STATE

Glenda E. Hood
Secretary of State

March 1, 2004

FAS-T

SUBJECT: MTZ & ASSOCIATES, INC.
REF: W0400008356

We received your electronically transmitted document. However, the document has not been filed. Please make the following corrections and refax the complete document, including the electronic filing cover sheet.

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Becky McKnight
Document Specialist
New Filings Section

FAX Aud. #: R04000041219
Letter Number: 704A00013581

ARTICLES OF INCORPORATION
OF
MTZ & ASSOCIATES, INC.

ARTICLE I- NAME

The Name of this Corporation is: **MTZ & ASSOCIATES, INC.**

ARTICLE II - DURATION

This corporation shall have a perpetual existence commencing on the Date of Filing.

ARTICLE III - PURPOSE

This corporation may engage in any activity of business permitted under the laws of the United States and the State of Florida.

ARTICLE IV - CAPITAL STOCK

This Corporation is authorized to issue 500 shares of One Dollar (\$1.00) par value common stock, which shall be designated "Common Shares".

ARTICLE V- INITIAL REGISTERED OFFICER AND AGENT

The name and street address of the initial registered officer of this corporation:

GUILLERMO MARTINEZ, 302 S. Dixie Hwy, Lake Worth, FL 33460. The Principal Place of Business of the Corporation shall be: **4159 North Dixie Highway, Pompano Beach, FL 33064.**

ARTICLE VI- INITIAL BOARD OF DIRECTORS

This Corporation shall have Two (2) Director initially. The number of Directors may be increased or decreased from time to time by the by-laws, but shall never be less than one (1). The name and address of the initial Director is:

Name:

Address:

GUILLERMO MARTINEZ - President - 50%

**302 S. Dixie Hwy,
Lake Worth FL 33460**

ALBERTO TAVAREZ - Vicepresident - 50%

**1724 Sawgrass Cir
Greenacres, FL 33413**

Prepared by:
A & B Consulting Enterprises Inc.
1929 West 50th Street, Hialeah, Florida 33012
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email: aburgos2@bellsouth.net

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ARTICLE VII- LAWS

The by-laws of this Corporation may be adopted, altered, amended or repealed by either the Stockholder (s) or Director (s).

ARTICLE VIII- INDEMNIFICATION

The Corporation shall indemnify any Officer or Director, or any former Officer or Director, to the full extent permitted by law.

ARTICLE IX- PREEMPTIVE RIGHTS

Every Stockholder, upon the sale for cash of any new stock of this corporation of the same kind class or series as that which he/she already holds, shall have the right to purchase his/her prorata share thereof (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

ARTICLE X- INCORPORATOR

The persons signing these articles are: GUILLERMO MARTINEZ, 302 S. Dixie Hwy, Lake Worth, FL, 33460 and ALBERTO TAVAREZ, 1724 Sawgrass Cir, Greenacres, FL 33413.

XI- AMENDMENT

This corporation reserve the right to amended or repeal any provisions contained in these Articles of Incorporation, in accordance with the provisions of the Florida General Corporation Act.

IN WITNESS WHERE OF, the undersigned has executed these Articles of Incorporation, this 20th of February of 2004.



Guillermo Martinez



Alberto Tavaraz

H04000041219 3

**CERTIFICATE OF DESIGNATION
REGISTERED AGENT/REGISTERED OFFICE**

Pursuant to the provisions of section 607.0501, Florida Statutes, the undersigned corporation, organized under the laws on the State of Florida, submits the following statement in designating the registered office/registered agent, in the State of Florida.

First that **MTZ & ASSOCIATES, INC.** desires to organize under the laws of the State of Florida with its principal office as indicated in the Articles of Incorporation at *Palm Beach County* and has named **Guillermo Martinez** as its agent to accept service of process within this state.

HAVING BEEN NAMED AS REGISTERED AGENT AND TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY ACCEPT THE APPOINTMENT AS REGISTERED AGENT AND AGREE TO ACT IN THIS CAPACITY. I FURTHER AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATING TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES, AND I AM FAMILIAR WITH AND ACCEPT THE OBLIGATIONS OF MY POSITION AS REGISTERED AGENT.



Guillermo Martinez
Registered Agent

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H04000041219 3