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FLORIDA PROFIT CORPORATION OR P.A.

apex florida holdings, inc.

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ARTICLES OF INCORPORATION

OF

APEX FLORIDA HOLDINGS, INC.

The undersigned files these Articles of Incorporation in order to form a corporation under the laws of the State of Florida.

<u>ARTICLE I</u>

The name of this corporation shall be APEX FLORIDA HOLDINGS, INC. The existence of this corporation shall commence upon the filing of these Articles of Incorporation and shall continue perpetually unless dissolved according to law.

ARTICLE II

The corporation is being organized for the purpose of transacting any and all lawful business permitted under the laws of the State of Florida and the laws of the United States.

ARTICLE III

The authorized capital of this corporation shall consist of Ten Thousand Shares of common stock with par value of One (\$1.00) Dollar per share. All of the stock be payable in cash, real or personal property, or labor or services in lieu of cash, the valuation of any of the above to be fixed by the board of directors of this corporation.

ARTICLE IV

The street address of the initial principal office and the name and address of it's registered agent shall be as follows:

> FRANK J. SEGREDO, ESQUIRE 9350 SOUTH DIXIE HIGHWAY **SUITE 1500** MIAMI, FL. 33156

FRANK I. SEGREDO, ESQ. SEGREDO & WEISZ, ATTORNEYS AT LAW 9350 SOUTH DIXTE HIGHWAY, SUITE 1500 MIAMIL FLORIDA 33156 TEL. 305-448-7023 FAX (305)548-3883 FL. BAR NO. 358010

ARTICLE Y

The initial board of directors of the corporation shall be composed of two persons. The names and addresses of this corporation's directors are as follows:

ARY MARIA RONCAGLIA 9021 S.W. 94TH STREET UNIT 709 MIAMI, FL. 33176

ROSSANA RONCAGLIA 9021 S.W. 94TH STREET UNIT 709 MIAMI, FL. 33176

ARTICLE VI

The names and addresses of the incorporators of this corporation are as follows:

ARY MARIA RONCAGLIA 9021 S.W. 94TH STREET UNIT 709 MIAMI, FL. 33176

ROSSANA RONCAGLIA 9021 S.W. 94TH STREET UNIT 709 MIAMI, FL. 33176

ARTICLE VII

The corporation, by duly adopted action of the board of directors, may indemnify and insure its officers and directors to the extent now or hereafter, permitted by law.

IN WITNESS WHEREOF, the undersigned, being the original incorporator of the above named corporation, for the purpose of forming a corporation to do business both within and without the State of Florida, pursuant to the laws of the State of Florida, does hereby execute and file these Articles, declares and certifies that the facts herein stated are true this 16th day of March, 2004.

ARY MARIA RONCAGLIA, Incorporator

ROSSANA RONCACETA, Incorporator

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foregoing Ameies of incorporation.

FRANK, L-SEGREDO, ESQUIB

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