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WS ACCOUNTING

Division of Corporations

Florida Department of State
Division of Corporations
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To:

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

From:

Account Name : WILLIAM J. STRANGE
Account Number : I19980000052
Phone : (305) 267-2767
Fax Number : (305) 267-2775

FLORIDA PROFIT CORPORATION OR P.A.

XICARA, S CORP

| | |
|-----------------------|---------|
| Certificate of Status | 1 |
| Certified Copy | 0 |
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ARTICLE OF INCORPORATION
OF

XICARA, S CORP

The undersigned Subscriber desiring to form a corporation in the State of Florida, hereby makes, signs, and subscribes these Articles of Incorporation in order to form a corporation under the laws of the State of Florida, and hereby adopts the following Articles of Incorporation for such corporation.

ARTICLE I - NAME

The name of the corporation shall be:

XICARA, S CORP

The principal place of business of this corporation shall be:

2014 N.W. MIAMI COURT
MIAMI FLORIDA 33127

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, or any other state, country, territory or nation.

ARTICLE III - CAPITAL STOCK

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

| SHARES # | PAR VALUE | STOCK DESCRIPTION |
|----------|-----------|-------------------|
| 250 | \$1.00 | Common Stock |

ARTICLE IV - TERM OF EXISTENCE

This corporation shall have perpetual existence.

WILLIAM J. STRANGE
1325 S.W 87TH Ave. - Miami, Florida 33174
PHONE (305)267-2767
FAX (305)267-2775

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ARTICLE V - OFFICERS DIRECTORS

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, is (are):

BOARD OF DIRECTORS:

| OFFICER'S TITLE | NAME | ADDRESS |
|------------------------|------------------|--|
| President: | JOSE JUAN XICARA | 10827 N.W. 7 TH ST # 11 MIAMI, FLORIDA 33172 |
| Secretary: | NUBIA P. XICARA | 10827 N.W. 7 TH ST # 11 MIAMI, FLORIDA 33172 |
| Treasury: | NUBIA P. XICARA | 10827 N.W. 7 TH ST # 11 MIAMI, FLORIDA 33172 |

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ARTICLE VI - INCORPORATOR(S)

The name(s) and the street address(es) of the Incorporator(s) to this articles of incorporation is (are):

NAME

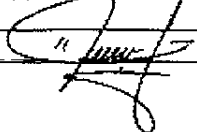
JOSE JUAN XICARA

ADDRESS

10827 N.W. 7TH ST # 11
MIAMI, FLORIDA 33172

IN WITNESS WHEREOF, the undersigned Incorporator(s) has (have)
executed these Articles of Incorporation this 03
day of May, 2004.

Signature(s) of Incorporator(s)



WILLIAM J. STRANGE
1325 S.W 87TH Ave. - Miami, Florida 33174
PHONE (305)267-2767
FAX (305)267-2775

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CERTIFICATE OF DESIGNATION
REGISTERED AGENT/REGISTERED OFFICE

Pursuant to the provisions of Section 607.325, Florida Statutes, the undersigned corporation, organized under the law of the State of Florida, submits the following statements in designating the registered office/registered agent, in the State of Florida.

1. The name of the corporation:

XICARA, S CORP

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

NAME
JOSE JUAN XICARA

ADDRESS
10827 N.W. 7TH ST # 11
MIAMI, FLORIDA 33172

SIGNATURE

TITLE

PRESIDENT

DATE

05/03/04

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

05/03/04

WILLIAM J. STRANGE
1325 S.W 87TH Ave. - Miami, Florida 33174
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