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To:

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From:

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SECTION 17
DIVISION OF CORPORATIONS

FLORIDA PROFIT CORPORATION OR P.A.

villaluz construction, corp.

Certificate of Status	0
Certified Copy	1
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**ARTICLES OF INCORPORATION
OF
VILLALUZ CONSTRUCTION, CORP.**

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The undersigned subscribers to these Articles of Incorporation, each a natural person, domestic or foreign corporation, partnership or association, competent to contract, hereby associate themselves together to form a corporation under the Law of Florida.

ARTICLE I. NAME

The name under which this corporation will conduct its business and be known and recognized is:

VILLALUZ CONSTRUCTION, CORP.

ARTICLE II.- NATURE OF BUSINESS

The general nature of the business to be transacted by this corporation shall be:
**STRUCTURE CONSTRUCTION, ALL KIND OF COMERCIAL OR
RESIDENTIAL BUILDER CONSTRUCTION OR REMODELATION.**

Any and all activities permitted under the Laws of the State of Florida and the United States of America.

ARTICLES III.- CAPITAL STOCK

The maximum number and class of shares of stock that this Corporation is authorized to have outstanding any one time are One Hundred (100.00) at 1.00 per value.

Stock (including treasury shares) may be paid for by cash or other property, tangible or intangible, or by labor or services actually performed for the corporation. Neither promissory notes or future services shall constitute payment for the issuance of shares.

All the aforementioned stocks to be issued as fully paid for and exempt from assessment. Each share representing one vote. There will be no pre-emptive rights on the part of the shareholders to acquired uninsured or treasure shares or convertible securities.

ARTICLES IV.- TERM OF EXISTENCE

This Corporation is to exist perpetually unless a voluntary dissolution by the written consent of all its shareholders or an act of the that effect take places.

Prepared by: *Milady Pineda*
Infinity Travel & Services

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SECRETARY
DIVISION

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ARTICLES V.- ADDRESS

The initial places of business address of this Corporation in the State of Florida is:

3610 NW 97th St
Miami, Florida 33147

The registered office address for this Corporation in the State of Florida will be:

3610 NW 97th St.
Miami, Florida 33147

Its registered agent:

EDGAR M. TERCERO

The Board of Directors may from time to time move the principal office to any other address in Florida.

ARTICLES VI.- SHAREHOLDER

Shareholders meeting will take place once a year or within the geographical boundaries of the State of Florida.

A majority of the shares entitled to vote, represented in person or proxy, shall constitute a Quorum, but in no event shall quorum consist of less than one third of the shares entitled to vote at the meeting.

Shareholders will have the power to adopt, alter, amend, or repeal corporate by-laws or they may vest such responsibilities on the board of Directors.

ARTICLES VII.- DIRECTORS

This Corporation shall have one Director initially. The numbers of Directors may be increased or decrease from time to time in such manner as may be prescribed by the By-laws, but shall never be less than one(1).

The Corporation shall indemnify and hold harmless each person who serve at the request of this Corporation, as a Director or Officer of any other Corporation, from and against any and all claims and liabilities to which such person shall become subject by reason of his having heretofore or hereafter been a director or Officer of the Corporation or by reason of any action alleged to have been heretofore or hereafter taken or omitted by him as such person for all legal and other expenses reasonably incurred by him in connection with any claim or liability provided that no person shall be indemnified against, or be reimbursed for, any expenses incurred in connection with any claim or liability as to which it has been adjudged that such officer or director is liable for negligence or willful misconduct in the performance of his duties.

The rights accruing to Any person under the foregoing provisions shall not exclude any other rights to which he may be lawfully entitled nor shall anything herein contained restrict the right of the Corporation to indemnify reimbursed such person in any proper case even though not specifically herein provided for.

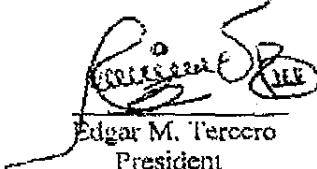
No contract or other transaction between this Corporation and any other Corporation, and no act of this Corporation shall in any way be affected or invalidated by the fact that any of the director individually, or any firm of which any directors or officers of, such other corporation, any director may be a member, may be a party to, or may peculiarly or otherwise interested in any contract or transaction of the Corporation, provided that the fact that he or such firm so interested shall be disclosed or shall have been known to the Board of Directors such members thereof as shall be present at any meeting of the Board at which action upon any contract or transaction shall be taken; and any Directors such members thereof as shall be present at any meeting of the Board at which action upon any contract or transaction shall be taken; and any Director if the Corporation who is also a director or officer of such other Corporation which shall authorized any such contracts or transaction, with the like force and effect as if he were not such director or officer of such other Corporation or not so interested.

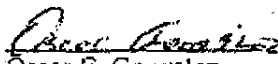
ARTICLES VIII- INITIAL DIRECTORS

The name (s) and street address (s) of the initial officer(s) and Director (s), if any who shall hold office the first year of the Corporation existence or until their successors (s) is (are) elected to these Articles of Incorporation is (are):

EDGAR M. TERCERO 3610 NW 97 th St. Miami, Fl. 33147	President/Secretary	50 Stock
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OSCAR E. GONZALEZ 3610 NW 97 th St. Miami, Fl. 33147	Vice-President	50 Stock
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Edgar M. Tercero
President


Oscar E. Gonzalez
Vice-President

ARTICLES IX- SUSCRIBERS

The name and post office address of each subscriber of these articles of Incorporation is:


EDGAR M. TERCERO

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ARTICLE X AMENDMENT

These Article of Incorporation may be amended in any or as many respect as may be desired, provided that the amended articles contain only such provisions as might be lawfully contained in the original articles at the time of the amendment.

A charter amendment requires the affirmative vote of the holders of a majority of the shares entitles to vote thereon.

Restate articles of Incorporation may be adopted, **IN WITNESS WHEREOF**, the parties to these Articles of Incorporation have hereunto set their hands as seals this 26TH days of July, 2004 .

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

I In pursuant to Chapter 48.091 Florida States. the following is submitted, in compliance with said Act:

First that **VILLALUZ CONSTRUCTION, CORP.**, desiring to organize under the laws of the State of Florida with its principal office, as indicated in the Articles of Incorporation at City of Hialeah, County of Dade, State of Florida has named **EDGAR M. TERCERO**, located at 3610 NW 97th St. Miami, Florida 33147, County of Dade, State Florida, as its agent to accept services of process within.

ACKNOWLEDGMENT,

Having been named as Registered Agent and accept service to process for the above Stated Corporation, at place designated in this certificate, accept the following appointments as Registered Agent and agree to act in further agree to comply with the provisions of all statutes related and complete performance of my duties, and I am familiar with obligations of my position as registered Agent .



EDGAR M. TERCERO
Resident Agent

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