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(Requestor's Name)

(Address)

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(City/State/Zip/Phone #)

PICK-UP WAIT MAIL

(Business Entity Name)

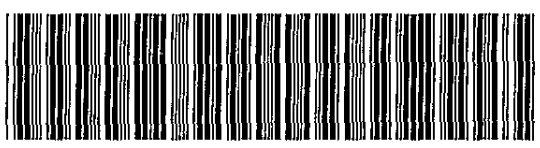
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LAZARUS CORPORATE FILING SERVICE

3320 S.W. 87 AVENUE

MIAMI, FLORIDA (305)552-5973

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STATE OF FLORIDA
TALLAHASSEE FLORIDA

OFFICE USE ONLY

CORPORATION NAME(S) & DOCUMENT NUMBER(S) (if known):

1. GUERRA & ASSOCIATES, INC.
(Corporation Name) (Document #)

2. _____
(Corporation Name) (Document #)

3. _____
(Corporation Name) (Document #)

4. _____
(Corporation Name) (Document #)

Walk in Pick up time 2.00 Certified Copy
 Mail out Will wait Photocopy Certificate of Status

| NEW FILINGS | |
|-------------------------------------|-------------------|
| <input checked="" type="checkbox"/> | Profit |
| <input type="checkbox"/> | NonProfit |
| <input type="checkbox"/> | Limited Liability |
| <input type="checkbox"/> | Domestication |
| <input type="checkbox"/> | Other |

| AMENDMENTS | |
|--------------------------|---------------------------------------|
| <input type="checkbox"/> | Amendment |
| <input type="checkbox"/> | Resignation of R.A., Officer/Director |
| <input type="checkbox"/> | Change of Registered Agent |
| <input type="checkbox"/> | Dissolution/Withdrawal |
| <input type="checkbox"/> | Merger |

| OTHER FILINGS | |
|--------------------------|------------------|
| <input type="checkbox"/> | Annual Report |
| <input type="checkbox"/> | Fictitious Name |
| <input type="checkbox"/> | Name Reservation |

| REGISTRATION/QUALIFICATION | |
|----------------------------|---------------------|
| <input type="checkbox"/> | Foreign |
| <input type="checkbox"/> | Limited Partnership |
| <input type="checkbox"/> | Reinstatement |
| <input type="checkbox"/> | Trademark |
| <input type="checkbox"/> | Other |

Examiner's Initials



FLORIDA DEPARTMENT OF STATE
Glenda E. Hood
Secretary of State

2004 JUL 29 PM 2:29

DEPARTMENT OF STATE
TALLAHASSEE FLORIDA

July 23, 2004

LAZARUS CORPORATE FILING SERVICE
3320 S.W. 87 AVENUE
MIAMI, FL

SUBJECT: GUERRA & ASSOCIATES, INC.
Ref. Number: W04000028353

We have received your document for GUERRA & ASSOCIATES, INC. and your check(s) totaling \$78.75. However, the enclosed document has not been filed and is being returned for the following correction(s):

Only one (1) registered agent has to signed the articles and it has to be the same person. Please correct the signature for the registered agent.

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an existing entity.

Please select a new name and make the correction in all appropriate places. One or more major words may be added to make the name distinguishable from the one presently on file.

Adding "of Florida" or "Florida" to the end of a name is not acceptable.

Please return the original and one copy of your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6973.

Claretha Golden
Document Specialist
New Filings Section

Letter Number: 804A00046704

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TALLAHASSEE FLORIDA

ARTICLES OF INCORPORATION

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2004 JUL 29 PM 2:29

SECRETARY OF STATE
TALLAHASSEE FLORIDA

OF

O. GUERRA & ASSOCIATES, INC.

I, the undersigned subscriber to these Articles of Incorporation, each as a natural person competent to contract, hereby associate to form a Corporation under the Laws of the State of Florida.

ARTICLE I
NAME OF CORPORATION

The name of the Corporation shall be: *O. GUERRA & ASSOCIATES, INC.*

ARTICLE II
NATURE OF BUSINESS

The general nature of business to be transacted by this Corporation shall be: Real Estate, mortgage and financial activities any other business permitted under the Laws of the State of Florida.

To manufacture, purchase, or otherwise acquire, and to own, mortgage pledge, sell, assign, transfer, or other otherwise dispose of, and to invest in, trade in, deal in, and with goods, wares, merchandise, real and personal property, and services of every kind, class and description, except that it is nor to conduct a banking, safe deposit, trust, insurance, surety, express, railroad, canal, Telegraph, cooperative association, fraternal benefits society, state fair or exposition.

To conduct business in, have one or more offices in, and buy, hold, mortgage, sell, convey, lease or otherwise dispose of real and personal property,

including franchises, patents, copyrights, trademarks, licenses, in the State of Florida and in all other states and countries.

To contract debts, and borrow money, issue and sell or pledge bonds, debentures, notes and other evidences of indebtedness and execute such mortgages, transfers of other instruments to secure payment of corporate indebtedness as required.

To purchase corporate assets of any other corporation and engage in the same or other character or business. To guarantee, endorse purchase, hold sell, transfer, mortgage, pledge, or otherwise acquire or dispose of the shares of the capital stock of, or any bonds, securities, or other evidence of indebtedness created by any other corporation of the State of Florida or any other state or government, and while owner of such stock, to exercise all rights, powers and privileges of ownership, including the right to vote such stock..

ARTICLE III CAPITAL STOCK

The maximum number of shares of stock that the corporation is authorized to have outstanding at any time is 1,000 shares of common stock at \$ 1.00 per value per share.

ARTICLE IV INITIAL CAPITAL

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

ARTICLE V TERM OF EXISTENCE

The corporation is to exist perpetually.

**ARTICLE VI
PRINCIPAL PLACE OF BUSINESS**

The initial street address in this State of the principal office of this corporation is: 9965 SW 34 Street Miami FL, 33165

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

**ARTICLE VII
DIRECTORS**

This corporation shall have not less than three directors initially. The number of directors may be increased or diminished from time to time by-laws adopted by the stockholders.

**ARTICLE VIII
BOARD OF DIRECTORS**

The name and street address of the member of the first Board of Director is:

| NAME | TITLE | ADDRESS |
|----------------|--------------|--|
| Orlando Guerra | President | 9965 SW 34 Street Miami, Fl., 33165 |

**ARTICLE IX
SUBSCRIBERS**

| NAME | ADDRESS |
|-------------|----------------|
|-------------|----------------|

Orlando Guerra

9965 SW 34 Street
Miami, Fl., 33165

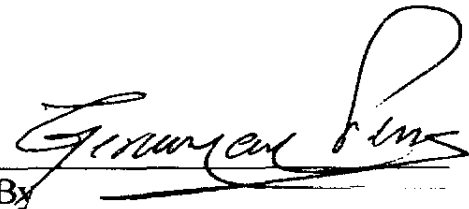
ARTICLE X
SHARES

Orlando Guerra

500

ARTICLE XI
REGISTER AGENT

The name and address of the Register Office of this corporation shall be:
German Pena, P.A., 9010 SW 137 Avenue. Suite #113 Miami, FL, 33186
Pursuant to Florida Status Section 607.164, having been named to accept
process for the above State Corporation, at the place design in these Articles of
Incorporation, I hereby accept to agree to act in this capacity, and agree to
comply with the provisions of said act relative to keeping open said office.

By 

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CLERK OF STATE
TALLAHASSEE FLORIDA

ARTICLE XII
AMENDMENT

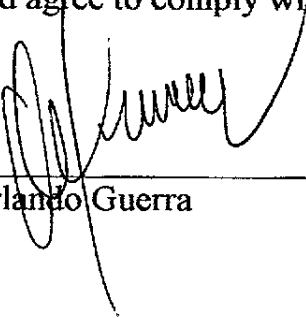
These Articles of Incorporation may be amended in the manner provide by laws. Every amendment shall be approved by the Board of Directors, proposed by them to the stockholders and approved at the stockholders meeting by majority of the stock entitled to vote them on, unless the directors and the stockholders sign a written statement manifesting their intention that a certain amendment of these Articles of Incorporation be made.



Orlando Guerra
President

ACKNOWLEDGMENT AND CONSENT OF REGISTERED AGENT

Having been made initial registered Agent to accept service of process of the corporation at the initial registered office designated in these Articles of Incorporation, I hereby accept such status and consent to act in this capacity and agree to comply with all the requirements of the law pertaining thereto.



Orlando Guerra