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To:

Division of Corporations

Fax Number : (850)205-0381

Account Name : FAS-T CORP, AGENTS, INC.

Phone

Account Number: 071001002335 : (305)599-0839

Fax Number

: (305)716-0346

FLORIDA PROFIT CORPORATION OR P.A

VARELA FLORES, INC.

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SECRETARY OF STA

ARTICLES OF INCORPORATION

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VARELA FLORES, INC.

The undersigned incorporator (s), for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopt(s) the following Articles of Incorporation.

ARTICLE I NAME

The name of the corporation shall be:

VARELA FLORES, INC.

ARTICLE II PRINCIPAL OFFICE

The principal place of business and mailing address of this corporation shall be:

7902 PINE BLVD. UNIVERSITY PEMBROKE PINES, FLA. 33024

ARTICLE III CAPITAL STOCK

The number of shares of stock that this corporation is authorized to have outstanding at any time is: 1000 SHARES, ONE DOLLAR PAR VALUE PER SHARE.

ARTICLE IV-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 it already holds, shall have the right to purchase his pro rata share thereof, as nearly as may be done without issuance of fractional shares as the price at which it is offered to others.

ARTICLE V-INITIAL REGISTERED AGENT AND ADDRESS

The name and address of the initial registered agent is:

MARDIN VARELA 4424 SW 72ND WAY DAVIE, FLA. 33314

ARTICLE VI

INITIAL BOARD OF DIRECTOR(S)

This corporation shall have (3) (three) directors initially. The number of directors may be either increased or diminished from time to time by the By-Laws, but shall never be less than one. The name(s) and address(es) of the initial director(s) on this corporation is (are):

YOLANDA AIDA VARELA . 4424 SW 72ND WAY DAVIE, FLA. 33314

MARDIN VARELA 4424 SW 72ND WAY DAVIE, FLA. 33314

VLADIMIR FLORES 684 SIESTA KEY CIRCLE APT.2118 DEERFIELD BEACH, FLA. 33441

ARTICLE VII

OFFICER(S) AND SUBSCRIBER(S)

The officer(s) and subscriber(s) of this corporation is as follow:

SHARES

YOLANDA AIDA VARELA

PRESIDENT/SECRETARY/DIRECTOR

600

MARDIN VARELA

VICE-PRESIDENT/TREASURER

200

DIRECTOR

VLADIMIR FLORES

DIRECTOR

200

ARTICLE VIII

INCORPORATOR (S)

The name(s) and street address(es) of the incorporator(s) to these Articles of Incorporation is (are):

XOLANDA AIDA VARELA 4424 SW 72^{MO} WAY DAVIE, FLA. 33314

MARDIN VARELA 4424 SW 72^{MD} WAI DAVIE, FLA. 33314

The undersigned has (have) executed these Articles of Incorporation this 04TH Day of AUGUST, 2004

DA AIDA VARELA INCORPORATOR Signature / Title

VARELA/INCORPORATOR

Signature/Title

CERTIFICATE OF DESIGNATION REGISTERED ACENT/REGISTERED OFFICE

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

The name of the corporation is: VARELA FLORES, INC.

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

MARDIN VARELA		12 SE 94
(NAME)		
4424 SW 72 ND WAY		工(1)
(ADDRESS)	•	SSE + L
DAVIE, FLA. 33314	,	ASSECTION OF THE PROPERTY OF T
(CITY/STATE/ZIP)	1 1 -	78 9
		92 -
	SIGNATURE	중 금 ㅇ
	TITLE VP/T.	

DATE August 04 , 2004

HAVING REEN 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 HAMILIAR WITH AND ACCEPT THE OBLIGATIONS OF MY POSITION AS REGISTERED AGENT.

SIGNATURE !

DATE August 04 , 2004