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CAPITAL CONNECTION, INC.

417 E. Virginia Street, Suite 1 • Tallahassee, Florida 32301
(850) 224-8870 • 1-800-342-8062 • Fax (850) 222-1222

Careste Inc

Signature _____

Requested by: SW

Name _____

Date 9/14

Time _____

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Will Pick Up _____

- ☒ Art of Inc. File _____
- _____ LTD Partnership File _____
- _____ Foreign Corp. File _____
- _____ L.C. File _____
- _____ Fictitious Name File _____
- _____ Trade/Service Mark _____
- _____ Merger File _____
- _____ Art. of Amend. File _____
- _____ RA Resignation _____
- _____ Dissolution / Withdrawal _____
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- ☒ Cert. Copy _____
- _____ Photo Copy _____
- _____ Certificate of Good Standing _____
- _____ Certificate of Status _____
- _____ Certificate of Fictitious Name _____
- _____ Corp Record Search _____
- _____ Officer Search _____
- _____ Fictitious Search _____
- _____ Fictitious Owner Search _____
- _____ Vehicle Search _____
- _____ Driving Record _____
- _____ UCC 1 or 3 File _____
- _____ UCC 11 Search _____
- _____ UCC 11 Retrieval _____
- _____ Courier _____

ARTICLES OF INCORPORATION

CARESTE, INC.

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WELLINGTON, FLORIDA

The undersigned, for the purpose of forming a corporation under the Florida General Corporation Act, do hereby adopt the following articles of incorporation:

ARTICLE I - NAME

The name of this corporation is: CARESTE, Inc.

ARTICLE II - CORPORATE DURATION

The duration of the corporation is perpetual.

ARTICLE III - PURPOSES

The corporation may engage in any and all lawful business under the laws of the State of Florida and of the United States.

ARTICLE IV - CAPITAL STOCK

The authorized capital stock of this corporation and the maximum number of shares of stock that this corporation is authorized to issue and have outstanding at any one time is 1,000 shares of common stock, having a par value of \$ 1.00 per share.

ARTICLE V - PRINCIPAL OFFICE

The principal place of business of the corporation shall be:

3125 Antietam Creek Court
Orlando, FL 32837

ARTICLE VI - INITIAL REGISTERED OFFICE AND AGENT

The initial registered Agent of the corporation shall be:

Irene De Leon Borja

ARTICLE VII - INITIAL BOARD OF DIRECTORS

- A. The initial number of directors of the corporation shall be two (2).
- B. The number of Directors of the corporation may be increased or decreased from time to time pursuant to the By-Laws adopted by the shareholders, but shall never be less than the minimum number of directors required by applicable law.
- C. The name(s) and address(es) of the initial member(s) of the Board of Directors who shall hold office until a successor is duly elected and qualified is:

Name

Address

Irene De Leon Borja

3125 Antietam Creek Court
Orlando, FL 32837

Pilar Arroyo

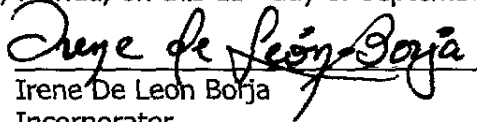
3125 Antietam Creek Court
Orlando, FL 32837

ARTICLE VIII - INCORPORATOR

The name and address of the incorporator is:

Irene De Leon Borja
3125 Antietam Creek Court
Orlando, FL 32837

Executed by the undersigned in Altamonte Springs, Florida, on this 13th day of September, 2004


Irene De Leon Borja
Incorporator

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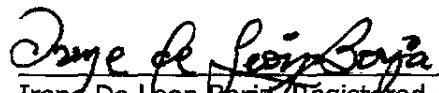
**CERTIFICATE DESIGNATING THE ADDRESS AND
AN AGENT UPON WHOM PROCESS MAY BE SERVED**

WITNESSETH:

That CARESTE Inc, desiring to organize under the laws of the State of Florida, which will have its principal office in the County of Orange, State of Florida, has appointed Irene De Leon Borja as its agent to accept service of process within the state.

ACKNOWLEDGMENT:

Having been named by the first Board of Directors of CARESTE, Inc. to accept service of process for the above stated corporation, at the place designated in this certificate, I hereby agree to act in the capacity of Registered Agent for said corporation, and agree to comply with the applicable provision of the Florida Statutes, this 13th day of September, 2004.


Irene De Leon Borja, Registered Agent
3125 Antietam Creek Court
Orlando, FL 32837