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Florida Department of State
Division of Corporations
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To:

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

From:

Account Name : EMPIRE CORPORATE KIT COMPANY
Account Number : 072450003255
Phone : (305) 634-3694
Fax Number : (305) 633-9696

FLORIDA PROFIT CORPORATION OR P.A.

am & ms corp.

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ARTICLES OF INCORPORATION
OF
AM & MS CORP.

The undersigned incorporator hereby forms a corporation under Chapter 607 of the laws of the State of Florida.

ARTICLE I. NAME

The name of the corporation shall be:

AM & MS CORP.

The address of the principal office of this corporation shall be 9865 PINES BOULEVARD, PEMBROKE PINES, FL 33324, and the mailing address of the corporation shall be the same.

ARTICLE II. NATURE OF BUSINESS

This corporation may engage or transact in 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.

PREPARED BY:

Steven L. Bornstein, Esquire

FL Bar # 283401

Steven L. Bornstein, P.A.

9950 Stirling Rd. # 107

Cooper City, Florida 33024

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ARTICLE III. CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is one hundred (100) shares of common stock having no par value per share.

ARTICLE IV. REGISTERED AGENT

The street address of the initial registered office of the corporation shall be: 9865 PINES BOULEVARD, PEMBROKE PINES, FL 33324 and the name of the initial registered agent of the corporation at that address is MIGUEL VELEZ-MAYMI.

ARTICLE V. TERM OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE VI. PREEMPTIVE RIGHTS

The corporation elects to have preemptive rights.

ARTICLE VII. SPECIAL PROVISION

It is the intent of the Incorporator that the corporation will qualify under section 1244 of the Internal Revenue Code and shall take all actions necessary to obtain and maintain its status

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as an S Corporation.

ARTICLE VIII. - DIRECTORS

All corporate powers shall be exercised by or under the authority of, and the business and affairs of the corporation managed under the direction of its Board of Directors, subject to any limitation set forth in these Articles Of Incorporation.

This corporation shall have Two Directors, initially. The name and address of the initial members of the Board of Directors are: AUSTIN VELEZ and MAYRA VELEZ-MAYMI, 9865 PINES BOULEVARD, PEMBROKE PINES, FL 33324.

ARTICLE IX. OFFICERS

The names and address of the initial officers of the Corporation who shall hold office for the first year of the corporation, or until their successors are elected or appointed are:

AUSTIN VELEZ - President,
9865 PINES BOULEVARD, PEMBROKE PINES, FL 33324

MAYRA VELEZ-MAYMI- Vice-President, Secretary, Treasurer,
9865 PINES BOULEVARD, PEMBROKE PINES, FL 33324

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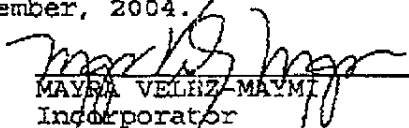
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ARTICLE X. INCORPORATOR

The name and street address of the incorporator to these
Articles of Incorporation:

MAYRA VELEZ-MAYMI - 9865 PINES BOULEVARD, PEMBROKE PINES, FL 33324

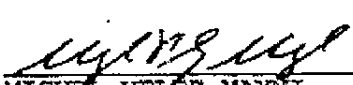
IN WITNESS WHEREOF, the undersigned, has hereunto set his
hand and seal this 8th day of December, 2004.


MAYRA VELEZ-MAYMI
Incorporator

ACCEPTANCE OF REGISTERED AGENT DESIGNATED

IN ARTICLES OF INCORPORATION

MIGUEL VELEZ-MAYMI, having a business office identical with the
registered office of the corporation named above, and having been
designated as the Registered Agent in the above and foregoing
Articles, is familiar with and accepts the obligations of the
position of Registered Agent under Section 607.0505, Florida
Statutes.


MIGUEL VELEZ-MAYMI
Registered Agent

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