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Fax Number : (850) 205-0381

From:

Account Name : HI-TECH ACCOUNTING GROUP
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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FLORIDA PROFIT CORPORATION OR P.A.

Barrera & Co., Inc.

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FLORIDA DEPARTMENT OF STATE

Glenda E. Hood
Secretary of State

December 21, 2004

HI-TECH ACCOUNTING GROUP

SUBJECT: BARRERA ENTERPRISES, INC.
REF: W04000046448

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FLORIDA DEPARTMENT OF STATE
Glenda E. Hood
Secretary of State

December 20, 2004

HI-TECH ACCOUNTING GROUP

SUBJECT: BARRERA & CO., INC.
REF: W04000046283

We received your electronically transmitted document. However, the document has not been filed. Please make the following corrections and refax the complete document, including the electronic filing cover sheet.

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.

The document number of the name conflict is P040000⁰³⁸⁴⁸⁶~~165484~~.

An effective date may be added to the Articles of Incorporation if a 2005 date is needed, otherwise the date of receipt will be the file date. A separate article must be added to the Articles of Incorporation for the effective date.

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.

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Valerie Ingram
Document Specialist
New Filings Section

FAX Aud. #: B040000246526
Letter Number: 804A00070545

ARTICLES OF INCORPORATION
OF
BARRERA ENTERPRISES, INC.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE I - Name

The name of this corporation is Barrera Enterprises, Inc.

ARTICLE II - Nature of Business

This corporation may engage in any activity of business permitted under the laws of the United States of America and of this State.

ARTICLE III - Capital Stock

The maximum number of shares of stock that this corporation is authorized to have outstanding at any time is seven thousand five hundred (7,500) shares of common stock, each share having a par value of one dollar (\$ 1.00).

Authorized capital stock may be paid for in cash, services, or property, at a just value to be fixed by the Board of Directors of this corporation at any regular or special meeting.

ARTICLE IV - Term of Existence

This corporation shall have perpetual existence.

ARTICLE V - Initial Registered Office and Agent

The street address of the initial registered office of this corporation is
7300 N.W. 19th St., Suite 101 Miami, FL 33126-1222 and the name of the initial
registered agent of this corporation at that address is Manuel R. del Valle.

ARTICLE VI - Initial Board of Directors

This corporation shall have one director initially. The number of directors may be either increased or diminished from time to time by the bylaws, but shall never be less than one. The name and address of the initial director of this corporation is:

José L. Villaverde, Sr.
15633 S.W. 50th Terr.
Miami, FL 33185

All of the said director is of full age.

ARTICLE VII - Initial Officers

The names and addresses of the officers are as follows:

PRESIDENT: José L. Villaverde, Sr.
15633 S.W. 50th Terr.
Miami, FL 33185

TREASURER: José L. Villaverde, Sr.
15633 S.W. 50th Terr.
Miami, FL 33185

SECRETARY: José L. Villaverde, Sr.
15633 S.W. 50th Terr.
Miami, FL 33185

ARTICLE VIII- Incorporator

The name and address of the person signing these articles is:

José L. Villaverde, Sr.
15633 S.W. 50th Terr.
Miami, FL 33185

ARTICLE IX - Distribution

The name and address of each stock subscriber, and the number of shares of stock which each agrees to take, and the sums subscribed to and paid are as follows:

<u>NAME</u>	<u>ADDRESS</u>	<u>SHARE</u>
José L. Villaverde, Sr.	15633 S.W. 50 th Terr. Miami, FL 33185	500 Shares \$500.00

ARTICLE X -Effective Date

These Articles of Incorporation shall be effective immediately upon approval of the Secretary of State, State of Florida.

ARTICLE XI - Amendment

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

ARTICLE XII - Principal Place of Business

The principal place of business or mailing address of this corporation is

15633 S.W. 50th Terr.
Miami, FL 33185

ARTICLE XIII - Register Agent Acceptance

Having been 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 status relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation this 15th day of December, 2004.


INCORPORATOR


REGISTERED AGENT