

**Electronic Articles of Incorporation
For**

P05000025672
FILED
February 17, 2005
Sec. Of State
clewis

THE MARCEL CORPORATION

The undersigned incorporator, for the purpose of forming a Florida profit corporation, hereby adopts the following Articles of Incorporation:

Article I

The name of the corporation is:

THE MARCEL CORPORATION

Article II

The principal place of business address:

15221 NE 6TH AVENUE
SUITE A105
MIAMI, FL. 33162

The mailing address of the corporation is:

15221 NE 6TH AVENUE
SUITE A105
MIAMI, FL. 33162

Article III

The purpose for which this corporation is organized is:

ANY AND ALL LAWFUL BUSINESS.

Article IV

The number of shares the corporation is authorized to issue is:

1000000

Article V

The name and Florida street address of the registered agent is:

MARIO M YANEZ-OSORIO
15221 NE 6TH AVENUE
SUITE A105
MIAMI, FL. 33162

I certify that I am familiar with and accept the responsibilities of registered agent.

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Registered Agent Signature: MARIO M. YANEZ-OSORIO

Article VI

The name and address of the incorporator is:

MARIO M. YANEZ-OSORIO
15221 NE 6TH AVENUE, SUITE A105
MIAMI, FL 33162

Incorporator Signature: MARIO M. YANEZ-OSORIO

Article VII

The initial officer(s) and/or director(s) of the corporation is/are:

Title: D
MARIO M YANEZ-OSORIO
15221 NE 6TH AVENUE, SUITE A105
MIAMI, FL. 33162

Title: P
MARIO M YANEZ-OSORIO
15221 NE 6TH AVENUE, SUITE A105
MIAMI, FL. 33162

Title: S
MARIO M YANEZ-OSORIO
15221 NE 6TH AVENUE, SUITE A105
MIAMI, FL. 33162

Title: T
MARIO M YANEZ-OSORIO
15221 NE 6TH AVENUE, SUITE A105
MIAMI, FL. 33162