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TALLAHASSEE, FLORIDA

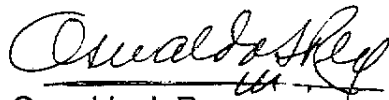
May 12, 2005

Department of State
Division of Corporations
P O Box 6327
Tallahassee, FL 32314

SUBJECT: SYSTEMS PLANNERS CORPORATION

Enclosed are an original and one copy of the articles of incorporation and a check for \$78.75 to cover Filing Fee and Certified Copy.

FROM:



Oswaldo J. Rey
7150 SW 142nd Ave
Miami, FL 33183

Phone 305-301-7877

ARTICLES OF INCORPORATION
OF
SYSTEMS PLANNERS 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:

SYSTEMS PLANNERS CORPORATION

Article II

The principal place of business address:

7150 SW 142nd AVENUE
MIAMI, FL 33183

The mailing address of the corporation is:

7150 SW 142nd AVENUE
MIAMI, FL 33183

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: 100 shares, par value \$1.00 per share.

Article V

The initial officers and director of the corporation are:

Oswaldo J. Rey
7150 SW 142 Ave
Miami, FL 33183

President, Director

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Joaquina P. Rey
7150 SW 142 Ave
Miami, FL 33183

Secretary-Treasurer, Director

Article VI

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

JOAQUINA P. REY
7150 S. W. 142ND AVE
MIAMI, FL 33183

Article VII

The name and address of the incorporator is:

OSWALDO J. REY
7150 SW 142ND AVE
MIAMI, FL 33183

A handwritten signature in cursive script, appearing to read "Oswaldo J. Rey", is written over a horizontal line.


Oswaldo J. Rey
Incorporator
Date: May 12, 2005

**ACCEPTANCE OF APPOINTMENT
OF
REGISTERED AGENT**

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 agent in the State of Florida.

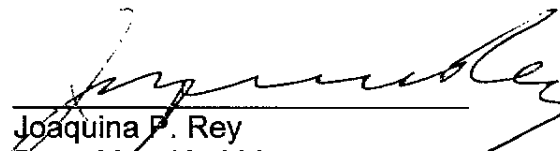
1. The name of the corporation is: SYSTEMS PLANNERS CORPORATION
2. The name and address of the registered agent and office is:

Joaquina P. Rey
7150 SW 142nd Ave
Miami, FL 33183



President
Date: May 12, 2005

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 THE CAPACITY. I FURTHER AGREE TO COMPLY WITH THE PROVISION OF ALL STATUTES 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.



Joaquina P. Rey
Date: May 12, 2005