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2005 JUN 30 AM 9:08
CLERK OF STATE
TALLAHASSEE FLORIDA

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7/1/05

ACCOUNTING AND TAX SOLUTIONS
4931 N. UNIVERSITY DRIVE, LAUDERHILL FL 33351
TEL (954) 746 9224 FAX (954) 746 9403

FILED
2005 JUN 30 AM 9:08
SECRETARY OF STATE
TALLAHASSEE FLORIDA

JUN 29, 2005

**DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
409 GAINS STREET
TALLAHASSEE, FL 32399**

ENCLOSED PLEASE FIND THE ARTICLES OF INCORPORATION FOR CARLOS A. SANCHEZ, INC A FOR PROFIT CORPORATION, I AM ALSO INCLUDING A CHEK TO COVER THE FILING EXPENSES.

WE WILL APPRECIATE VERY MUCH A PROMPT PROCESSING OF THIS CORPORATION. IF YOU HAVE ANY QUESTIONS PLEASE DO NOT HESITATE TO GET IN TOUCH WITH ME.

YOURS THRULY


ROBERTO E. MONTOYA

EFFECTIVE DATE

6/29/05

FILED

ARTICLE OF INCORPORATION
OF
CARLOS A. SANCHEZ, INC

2005 JUN 30 AM 9:08

ARTICLE ONE

SECRETARY OF STATE
TALLAHASSEE FLORIDA

THE NAME OF THIS CORPORATION SHALL BE CARLOS A. SANCHEZ, INC
THE PRINCIPAL PLACE OF BUSINESS OF THIS CORPORATION SHALL BE:

8351 SANDS POINT BLVD # A-107
TAMARAC FL 33321

ARTICLE TWO
NATURE OF BUSINESS

THIS CORPORATION MAY ENGAGE IN ANY BUSINESS ACTIVITY OR BUSINESS
PERMITTED UNDER THE LAWS OF THE UNITED STATES OF AMERICA AND THE
STATE OF FLORIDA.

ARTICLE THREE
TERM OF EXISTENCE

THIS CORPORATION SHALL HAVE PERPETUAL EXISTENCE, UNLESS SOONER
DISSOLVED IN ACCORDANCE WITH THE LAWS OF THE STATE OF FLORIDA, THE
DATE ON WHICH CORPORATE EXISTENCE SHALL BEGIN IS JUNE 29, 2005

ARTICLE FOUR
MINIMUM CAPITAL

THE AMOUNT OF CAPITAL WITH WHICH THE CORPORATION SHALL BEGIN
BUSINESS SHALL NOT BE LESS THAN ONE THOUSAND DOLLARS (\$ 1000.00) OR
SUCH GREATER AMOUNT AS MAY BE REQUIRED BY LAW.

ARTICLE FIVE
OFFICERS DIRECTORS

THIS CORPORATION SHALL HAVE ONE DIRECTOR INITIALLY, THE NUMBER OF
DIRECTORS MAY EITHER INCREASED OR DIMINISHED FROM TIME TO TIME BY
THE LAWS, BUT SHALL NEVER BE LESS THAN ONE (1)
THE INITIAL DIRECTORS AND OFFICERS OF THIS CORPORATION ARE:
CARLOS A. SANCHEZ 8351 SANDS POINT BLVD # A-107 TAMARAC FL 33321

ARTICLE SIX

AMENDMENT

THESE ARTICLES OF INCORPORATION MAY BE AMENDED IN ANY MANNER CONSISTENT WITH THE LAWS OF THE STATE OF FLORIDA.

ARTICLE SEVEN

CAPITAL STOCK

THIS CORPORATION IS AUTHORIZED TO ISSUE SHARES OF STOCK AS FOLLOWS:

- A. DESIGNATION: THE STOCK OF THIS CORPORATION SHALL BE KNOWN AS COMMON STOCK.
- B. AUTHORIZED: THE MAXIMUM NUMBER OF SHARES OF COMMON STOCK THAT THIS CORPORATION MAY ISSUE IS 100
- C. PAR VALUE: EACH SHARE OF COMMON STOCK SHALL HAVE THE PAR VALUE OF: \$ 10.00
- D. CONSIDERATION: SHARES OF COMMON STOCK MAY BE ISSUED IN EXCHANGE FOR CASH, REAL PROPERTY, LABOR OR SERVICES RENDERED, OR ANY COMBINATION OF THE FOREGOING. IN THE ABSENCE OF FRAUD IN THE TRANSACTION, THE JUDGMENT OF THE BOARD OF DIRECTORS AS TO THE VALUE OF ANY SUCH CONSIDERATION SHALL BE CONCLUSIVE.
- E. NON-ASSESSABILITY: EACH SHARE OF COMMON STOCK SHALL BE ISSUED IN EXCHANGE FOR CONSIDERATION WHICH IS AT LEAST EQUAL TO THE PAR VALUE THEREOF, AND SHALL BE FULLY PAID AND NON-ASSESSABLE/
- F. VOTING RIGHTS: EACH SHARE OF COMMON STOCK SHALL ENTITLE THE RECORD HOLDER THEREOF TO ONE VOTE UPON EACH PROPOSAL PRESENTED AT MEETINGS OF THE STOCKHOLDERS OF THE CORPORATION.
- G. CUMULATIVE VOTING: NO HOLDER OF COMMON STOCK SHALL BE ENTITLED TO ANY RIGHT OF CUMULATIVE VOTING.
- H. DIVIDENDS: RECORD HOLDERS OF COMMON STOCK ARE ENTITLED TO RECEIVE THEIR PRO-RATA SHARE OF ANY DIVIDENDS THAT MAY BE DECLARED BY THE BOARD OF DIRECTORS OUT OF ASSETS LEGALLY AVAILABLE FOR SUCH PURPOSE
- I. LIQUIDATION RIGHTS: HOLDERS OF COMMON STOCK ARE ENTITLED, IN THE EVENT OF THE LIQUIDATION OF DISSOLUTION OF THIS CORPORATION, TO RECEIVE THEIR PRO-RATA SHARE OF ANY ASSETS OF THIS CORPORATION REMAINING AFTER PAYMENT OF ALL CORPORATE DEBTS AND OBLIGATIONS.

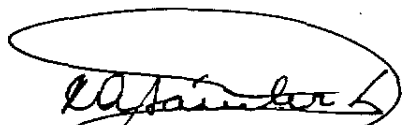
ARTICLE EIGHT

INCORPORATORS

THE NAME AND ADDRESS OF THE INCORPORATOR TO THESE ARTICLES OF INCORPORATION IS:

CARLOS A. SANCHEZ

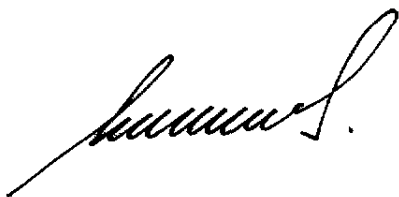
**8351 SANDS POINT BLVD # A-107
TAMARAC FL 33321**



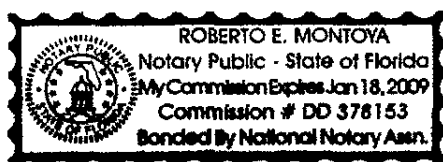
SIGNATURE OF INCORPORATOR

**STATE OF FLORIDA
COUNTY OF Broward**

**THE FOREGOING INSTRUMENT WAS ACKNOWLEDGED AN SWORN
BEFORE ME THIS 29 JUNE 2005, BY CARLOS A. SANCHEZ
(INCORPORATOR) OF CARLOS A SANCHEZ, INC.**



**NOTARY PUBLIC STATE OF FLORIDA
AT LARGE,
MY COMMISSION EXPIRES JANUARY 18, 2009**



**CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT/REGISTERED OFFICE**

PURSUANT TO THE PROVISIONS OF SECTION 607.0501 or 617.0501, FLORIDA STATUTES, THE UNDERSIGNED CORPORATION, ORGANIZED UNDER THE LAWS OF THE STATE OF FLORIDA, SUBMITS THE FOLLOWING STATEMENT IN DESIGNATING THE REGISTERED OFFICE/REGISTERED AGENT, IN THE STATE OF FLORIDA.

1. The name of the corporation is: CARLOS A. SANCHEZ, INC

2. The name and address of the registered agent and office is:

CARLOS ALBERTO SANCHEZ

(Name)

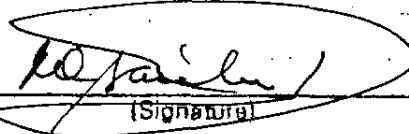
8351 SANDS POINT BLVD # A-107

(P.O. Box not acceptable)

TAMARAC FL 33321

(City/State/Zip)

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 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.


(Signature)

JUNE 29, 2005