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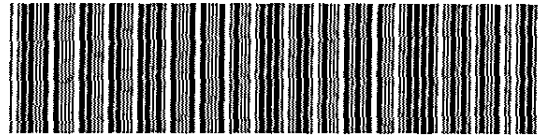
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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

MRD  
7/7

## **TRANSMITTAL LETTER**

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

**SUBJECT : MARPHANG CONSULTANTS INC.**

Enclosed are an original and (2) copies of the Articles of Incorporation and a check for :  
\$ 87.50 Filing fee, Certified Copy and Certificate of Status.

**FROM:**

Pedro Marquez

\_\_\_\_\_  
Name

19221 N.E. 10th Ave., # 301, North Miami Beach, FL 33179

\_\_\_\_\_  
Address

( 305 ) 493 - 1912 and ( 305 ) 439 - 5860

\_\_\_\_\_  
Daytime Phones

# ARTICLES OF INCORPORATION

FILED  
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TALLAHASSEE, FLORIDA  
05 JUL -6 PM 12:25

In compliance with Chapter 607 and /or Chapter 621, F.S. (Profit).

## ARTICLE I NAME OF THE CORPORATION

The name of the Corporation shall be: Marphang Consultants Inc.

## ARTICLE II PRINCIPAL OFFICE

The principal place of business and the mailing address of Marphang Consultants Inc. is :  
15715 South Dixie Hwy., Suite 217, Miami FL 33157

## ARTICLE III PURPOSE OF THE CORPORATION

The purpose for which this corporation is organized is provide the following services:  
Bookkeeping, Payroll and Income Tax Services as well as Business Organization.

## ARTICLE IV SHARES OF THE CORPORATION

The number of shares of stock of Marphang Consultants Inc. is: 10,000

## ARTICLE V INITIAL OFFICERS AND/OR DIRECTORS

The name and addresses of the officers and directors are the following:

### Officers :

Name	Address	Title
Pedro Marquez Sr.	19221 N.E. 10th Ave. # 301 North Miami Beach, FL 33179	President and Treasurer
Peter Marquez Jr.	19221 N.E. 10th Ave. # 301 North Miami Beach, FL 33179	Vice President and Secretary

**Directors :**

<b>Name</b>	<b>Address</b>	<b>Title</b>
Pedro Marquez	19221 N.E. 10th Ave.# 301 North Miami Beach, FL 33179	Director
Peter Marquez	19221 N.E. 10th Ave.# 301 North Miami Beach, FL 33179	Director

## **ARTICLE VI SMALL CORPORATION**

The Corporation may elect to be treated as an Small Corporation by the Internal Revenue Service.

## **ARTICLE VII INDEMNIFICATION**

The Corporation shall indemnify a director or officer of the Corporation who was wholly successful, on the merits or otherwise, in the defense of any proceeding to which the director or officer was a party because the director or officer is or was a director of the Corporation against reasonable attorney fees and expenses incurred by the director or officer in connection with the proceeding. The Corporation may indemnify an individual made a party to a proceeding because the individual is or was a director, officer, or agent of the Corporation against liability if authorized in the specific case after determination, in the manner required by the board of directors, that indemnification of the director, officer, employee or agent, as the case may be, is permissible in the circumstances because the director, officer, employee or agent has met the standard of conduct set forth by the board of directors. The indemnification and advancement of attorney fees and expenses for directors, officers, employees and agents of the Corporation shall apply when such persons are serving at the Corporation's request while a director, officer, employee or agent of the Corporation, as the case may be, as a director, officer, partner, trustee, employee or agent of another foreign or domestic Corporation, partnership, joint venture, trust, employee benefit plan or other enterprise, whether or not for profit, as well as in their official capacity with the Corporation. The Corporation also may pay for or reimburse the reasonable attorney fees and expenses incurred by a director, officer, employee or agent of the Corporation who is party to a proceeding in advance of final disposition of the proceeding. The Corporation also may purchase and maintain insurance on behalf of an individual arising from the individual's status as a director, officer, employee or agent of the Corporation, whether or not the Corporation would have power to indemnify the individual against the same liability under the law. All references in

these Articles of Incorporation are deemed to include any amendment or successor thereto. Nothing contained in these Articles of Incorporation shall limit or preclude the exercise of any right relating to indemnification or advance of attorney fees and expenses to any person who is or was a director, officer, employee or agent of the Corporation or the ability of the Corporation otherwise to indemnify or advance expenses to any such person by contract or in any other manner. If any word, clause or sentence of the foregoing provisions regarding indemnification or advancement of the attorney fees or expenses shall be held invalid as contrary to law or public policy, it shall be severable and the provisions remaining shall not be otherwise affected. All references in these Articles of Incorporation to "director", "officer", "employee" and "agent" shall include the heirs, estates, executors, administrators and personal representatives of such persons.

### ARTICLE VIII REGISTERED AGENT

The name and the Florida street address of the registered agent is: Pedro Marquez  
19221 N.E. 10th Ave. # 301, North Miami Beach, FL 33179


### ARTICLE IX INCORPORATOR

The name and address of the Incorporator is: Pedro Marquez  
19221 N.E. 10th Ave. # 301, North Miami Beach, FL 33179

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TALLAHASSEE  
05 JUL -6 PM 12:25  
FLORIDA

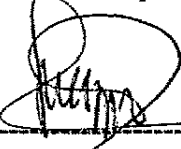
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*Having been named as registered agent to accept service of process for the above stated corporation at the place designated in this certificate, I am familiar with and accept the appointment as registered agent and agree to act in this capacity.*

  
\_\_\_\_\_  
Pedro Marquez / Registered Agent

07/01/2005

\_\_\_\_\_  
Date

  
\_\_\_\_\_  
Pedro Marquez / Incorporator

07/01/2005

\_\_\_\_\_  
Date