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To:

Division of Corporations
Fax Number : (850)205-0381

From:

Account Name : EMPIRE CORPORATE KIT COMPANY
Account Number : 072450003255
Phone : (305)634-3694
Fax Number : (305)633-9696

FLORIDA PROFIT CORPORATION OR P.A.

goldstar environmental services, inc.

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DIVISION OF CORPORATIONS
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ARTICLES OF INCORPORATION

The undersigned subscriber(s) to these Articles of Incorporation, competent to contract, hereby associates and forms a corporation under the laws of the State of Florida.

ARTICLE I

The name of this corporation is: **GOLDSTAR ENVIRONMENTAL SERVICES, INC.**
corporate mailing address is: 13800 SW 8 STREET, #216, MIAMI, FLORIDA 33189.

ARTICLE II

The general nature of the business to be transacted by this corporation is to enter into environmental control and any other lawful purpose. It shall have every corporate power granted by the Florida legislature.

ARTICLE III

The maximum number of shares of stock with which this corporation is authorized to have outstanding at any time is 500 shares at \$1.00 par value

ARTICLE IV

This corporation shall have perpetual existence.

LAW OFFICES
BRIAN R. HERSH
SUITE 602, BISCAYNE BUILDING
19 WEST FLAGLER STREET
MIAMI, FLORIDA 33130-4477
FLORIDA BAR NO: 104540

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ARTICLE V

The street address of the initial registered office of this corporation is: 19 West Flagler Street, Suite 602, Biscayne Building, Miami, Florida 33130-4477, and the name of the initial registered agent of this corporation at that address is: BRIAN R. HERSH.

ARTICLE VI

This corporation shall have two (1) director(s) initially. The number of directors may be either increased or diminished from time to time by the by-laws, but shall never be less than 1. The name(s) and the address(es) of the initial director(s) of this corporation is (are):

CARLOS J. OTERO- 13800 SW 8 STREET, #216, MIAMI, FLORIDA 33189.

ARTICLE VII

The name and address of the person signing these Articles is: JENNIFER GONZALEZ, 19 WEST FLAGLER STREET, SUITE 602, MIAMI, FLORIDA 33130.

ARTICLE VIII

Each shareholder shall have the preemptive right to purchase at the price at which it is offered to others, and on the same terms, his or her pro rata share of any authorized and unissued and Treasury Stock of this Corporation of the same kind, class or series as that which he or she already holds, which is offered for sale by the corporation.

ARTICLE IX

This corporation reserves the right to amend, alter or repeal any provisions contained in these Articles of Incorporation or any amendments to these Articles of Incorporation in the manner now

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CERTIFICATE DESIGNATING REGISTERED PLACE OF BUSINESS OR DOMICILE FOR THE SERVICE OR PROCESS WITHIN THIS STATE, NAMING AGENT UPON WHOM PROCESS MAY BE SERVED.

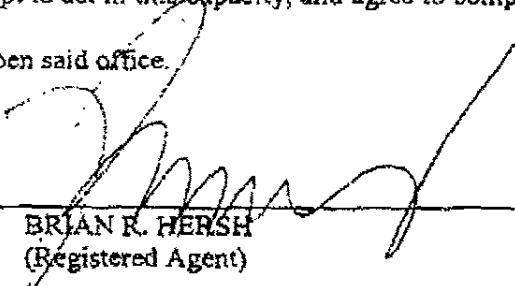
In pursuance of Chapter 48.091, Florida Statutes, the following is submitted, in compliance with said Act:

First--That CARLOS J. OTERO desiring to organize under the laws of the State of Florida, with its principal office, as indicated in the articles of incorporation at City of Miami , County of Dade, State of Florida, **GOLDSTAR ENVIRONMENTAL SERVICES, INC.** . located at 13800 SW 8 STREET, #216, City of Miami, County of Dade, State of Florida, as its agent to accept service of process within this State.

ACKNOWLEDGEMENT: (MUST BE SIGNED BY DESIGNATED AGENT)

Having been named to accept service of process for the above stated corporation, at place designated in this certificate, I hereby accept to act in this capacity, and agree to comply with the provision of said Act relative to keeping open said office.

BY:


BRIAN R. HERSH
(Registered Agent)

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