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CORPORATION(S) NAME

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ARTICLES OF INCORPORATION

The undersigned incorporator, for the purpose of forming a corporation under the Florida Business Corporation Act hereby adopts the following Articles of Incorporation.

ARTICLE I - NAME

The name of the corporation shall be:

PRO MANAGEMENT COUNSEL, INC.

ARTICLE II - PRINCIPAL OFFICE

The principal place of business and mailing address of this corporation shall be:

P.O. BOX 521311 Miami, Florida 33152

ARTICLE III - SHARES

The number of shares that this corporation is authorized to have outstanding at any one time is:

One hundred (100) shares; \$1.00 par value.

ARTICLE IV - INITIAL REGISTERED AGENT AND STREET ADDRESS

The name and address of the initial registered agent is:

F. SOTOLONGO 7310 SW 5TH STREET MIAMI, FL 33144

ARTICLE V - INCORPORATOR

The name and street address of the incorporator to these Articles of Incorporation is:

F. SOTOLONGO P.O. BOX 521311 Miami, Florida 33152

ARTICLE VI - DIRECTORS

F. SOTOLONGO P.O. BOX 521311 Miami, Florida 33152

The undersigned incorporator has executed these Articles of Incorporation this 22nd day of September, 2005.

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CERTIFICATE OF DESIGNATION REGISTERED AGENT/REGISTERED OFFICE

Pursuant To the provisions of sections 607.0501 or 617.0501, Florida statutes, the undersigned corporation, organized under the laws of the State of Florida, submits the following statement in designation the designation of the registered agent/registered office, in the State of Florida.

The name of the Corporation is:

PRO MANAGEMENT COUNSEL, INC.

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

F. SOTOLONGO 7310 SW 5TH STREET MIAMI, FL 33144

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:

Date:

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