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2006 JAN 23 PM 3: 14
SECRETARY OF STATE

# MARIA DEL CARMEN CUETO ATTORNEY AT LAW

717 PONCE DE LEON BLVD., SUITE 234 CORAL GABLES, FLORIDA 33134

January 17, 2006

TEL: (305) 446-3266 FAX: (305) 446-1943

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

Re: Filing of Article of Incorporation TECHNICAL SERVICES ASSISTANCE INC.

Ladies and/or getlemen:

Enclosed Articles of Incorporation in reference to the above-mentioned ecorporation to be filed.

Also enclosed: Our check in the amount of \$70.00 Executed copy of said articles Self-adressed stamped envelope.

Please file the articles and send back to us in the enclosed envelope certified copy of said articles.

Thank you for your attention to this matter.

Sincerelly,

Maria del Carmen Cueto

MCC/ed Ecls.

FILED

# ARTICLES OF INCORPORATION

OF

2006 JAN 23 PH 3: 14

TECHNICAL SERVICES ASSISTANCE INC.

SECRETARY OF STATE TALLAHASSEE, FLORIDA

# ARTICLE I-NAME

The name of this corporation is TECHNICAL SERVICES ASSISTANCE INC.

# ARTICLE II-DURATION

The corporation shall have perpetual existence commencing on the late of filing.

# ARTICLE III-PURPOSE

The corporation may engage in any activity or business permitted under the laws of the United States of America and of the State of Florida.

# ARTICLE VI-CAPITAL STOCK

The corporation is authorized to issue 1000 shares of One Dollar (\*1.00) par value common stock which shall be designated "Common Shares"

# ARTICLE V-INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial principal office of this corporation is: 19740 SW 114th Place, Miami, Fl. 33157.

The initial resident agent of this corporation is:

ANA T. CRUZ 19740 SW 114th Place, Miami, Fl. 33176

# ARTICLE VI-INITIAL BOARD OF DIRECTORS AND OFFICERS

This corporation shall have TWO (2) Directors initially. The number of Directors may be increased or diminished from time to time by the Laws but never be less than two. The names and addresses of the initial directors and officers that shall hold office for the first existence of the corporation or until their successors are elected and qualified are as follows:

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&C

EDUARDO R. CRUZ 19740 SW 114th Pl. Miami, Fl. 33157 Director/President

ANA T. CRUZ Address: Same as above.

Director/Secretary

# ARTICLE VII-BY-LAWS

The By-Laws of this corporation may be adopted, amended or replaced by either the Stockholders or the Directors.

# ARTICLE VII-INDEMNIFICATION

The corporation shall indemnify any Officer or Director, or any former Officer or Director, to the full extent permitted by law.

# ARTICLE IX-PREEMPTIVE RIGHTS

Every Stockholder, upon the sale of any stock of this corporation of the same class, kind or series as that which he/she already holds, shall have the right to purchase his/her pro rata share thereof, (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

# ARTICLE X-INCORPORATION

The name and address of the person signing these Articles is:

EDUARDO R. CRUZ 19740 SW 114th Place Miami, Fl. 33157

# ARTICLE XI-AMENDMENT

This corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment thereto, and any right conferred upon the Stockholders is subject to this reservation.

IN WITNESS WHEREOF, the undersigned has executed these Articles of Incorporation this 16th day of January, 2006,

DUARDO B. CRUZ

/

# ACCEPTANCE BY REGISTERED AGENT

HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE -STATED CORPORATION AT THE PLACE DESIGNATED IN ARTICLE V OF THESE ARTICLES OF INCORPORATION, THE UNDERSIGNED HEREBY AGREES TO ACT IN THIS CAPACITY, AND FURTHER AGREES TO COMPLY WITH THE PROVISIONS OF ALL THE STATUTES RELATIVE TO THE PROPER AND COMPLETE DISCHARGE OF HER DUTIES.

DATED THIS 16th DAY OF JANUARY, 2006.

ANA T. CRUZ

Registered Agent

# STATE OF FLORIDA COUNTY OF MIAMI-DADE

The foregoing instrumewnt was acknowledged before me this 16th day of January, 2006 by EDUARDO R. CRUZ, as Incorporator, and who executed the foregoing Articles of Incorporation of SERVICES ASSISTANCE INC., who is personally known to me or who presented his as identification.

NOTARY PUBLIC.

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