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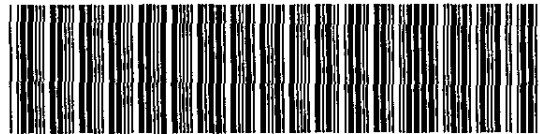
(Business Entity Name)

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SECRETARY - STATE
TOLSON
FEB 02 2006

J. Shivers FEB 02 2006

TRANSMITTAL LETTER

Department of State
Division of Corporations
PO BOX 6327
Tallahassee , FL 32314

Subject

Enclosed is an original and one (1) copy of the articles of incorporations (Popular Financial Group Corp.) and a check for \$ 70.00

From :

Salvador S. Cabrejos
2057 NE 182 ST
North Miami Beach Fl 33162
Tel : (305)300-7415

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SECRETARY OF STATE
TALLAHASSEE FL 32314

ARTICLES OF INCORPORATION

The undersigned incorporators , for the purpose of forming a corporation under Florida Business Corporation Act, hereby adopts the following articles of incorporation.

ARTICLE 1 NAME

The name of the corporation shall be :

Popular Financial Group Corp.

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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ARTICLE II PRINCIPAL OFFICE

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

2057 NE 182th ST
North Miami Beach, FL 33162

ARTICLE III SHARES

The maximum number of shares of stock that this corporation is authorized to issue is 1000 shares of common stock having \$ 10.00 per value per share.

ARTICLE IV INITIAL REGISTERED AGENT AND STREET ADDRESS

The name and address of the initial registered agent is :

Salvador S. Cabrejos
2057 NE 182th ST
North Miami Beach FL 33162

ARTICLE V - INCORPORATORS

The names and street address of the incorporators to these Articles of incorporators are :

Salvador S. Cabrejos

2057 NE 182th ST
North Miami Beach Fl 33162

ARTICLE VI – Officers

The name and address of each Officer and Assistant Officer of the Corporation is as follows :

**President Salvador S. Cabrejos 2057 NE 182th ST
North Miami Beach Fl 33162**

The undersigned incorporators have executed these articles of incorporation this 27 day of January 2006.


.....
Salvador S. Cabrejos

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

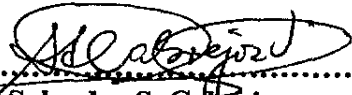
**In pursuance of Chapter 48.091, Florida Statutes , the following is
submitted , in compliance with said act :**

**First that Popular Financial Group Corp. 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 North Miami Beach Miami ,
County of Dade , State of Florida has named Salvador S. Cabrejos**

located at 2057 NE 182th ST , city of North Miami Beach , county of Miami Dade , State of Florida , 33162 as its agent to accept service of process within this State.

ACKNOWLEDGMENT :

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 
Salvador S. Cabrejos

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TALLAHASSEE FLORIDA