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Division of Corporations  
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## To:

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

## From:

Account Name : FAS-T CORP. AGENTS, INC.  
Account Number : 071001002335  
Phone : (305) 599-0839  
Fax Number : (305) 716-0346

## FLORIDA PROFIT/NON PROFIT CORPORATION

POVEDA &amp; ASSOCIATES INSURANCE GROUP, INC.

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ARTICLES OF INCORPORATION

OF

POVEDA & ASSOCIATES INSURANCE GROUP, INC.

The undersigned subscriber to these Articles of Incorporation is a natural person competent to contract, and executes the same for the purpose of forming a corporation under the laws of the State of Florida.

ARTICLE I - CORPORATE NAME

The name of this corporation is POVEDA & ASSOCIATES INSURANCE GROUP, INC.

ARTICLE II - DURATION

This corporation shall have perpetual existence.

ARTICLE III - PURPOSE AND POWERS

This corporation may engage or transact in any or all lawful activities or business permitted under the laws of the United States, the State of Florida, or any other state, country, territory, or nation.

ARTICLE IV - CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any time is five hundred (500) shares of common stock having a par value of One (\$1.00) Dollar per share.

ARTICLE V - INITIAL CAPITAL

This corporation will begin business with at least Five Hundred Dollars (\$500.00) as capital.

ARTICLE VI - PRINCIPAL OFFICE IN FLORIDA

The initial street address of this corporation in the State of Florida shall be:

5805 BLUE LAGOON DRIVE, SUITE 460, Miami, Fl 33126

The board of directors may, from time to time, move the principal office to any other address in the State of Florida.

ARTICLE VII - BOARD OF DIRECTORS

This corporation shall have one director initially. The number of directors may be increased or decreased from time to time by the By-Laws adopted by the stockholders, but shall never be less than one.

ARTICLE VIII - PREEMPTIVE RIGHTS

Every shareholder upon the sale for cash of any new stock of this corporation of the same kind, class, or series as that which he already holds, shall have the right to purchase his pro rata share thereof at the price which it is offered to others. The sale of stock by the shareholder shall be limited and governed by a shareholders agreement.

ARTICLE IX - OFFICERS

The name and address of the initial officer(s) of this corporation is(are):

ERIC POVEDA, PRESIDENT  
12741 SW 72 AVENUE  
MIAMI, FL 33156

ARTICLE X - SUBSCRIBERS

The name(s) of the person(s) signing these Articles of Incorporation as a subscriber(s), the number of shares he(she)

agreed to take and the value of the consideration therefor  
is(are):

ERIC POVEDA, 500 SHARES, \$500.00 CONSIDERATION

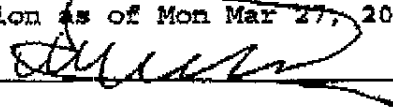
The street address of the above subscriber(s) is(are):

12741 SW 72 AVENUE, MIAMI , FL 33156

ARTICLE XI - INITIAL REGISTERED AGENT


Pursuant to Florida Statue 607.114, POVEDA & ASSOCIATES  
INSURANCE, INC. with its principal office at 5805 BLUE LAGOON  
DRIVE, #460, Miami, Fl 33126, has named as its initial registered  
agent PEDRO P. DELGADO, C.P.A., 1320 South Dixie Highway, Suite  
700, Coral Gables, Fl 33146.

IN WITNESS WHEREOF, we, as subscribers, have executed the  
foregoing Articles of Incorporation as of Mon Mar 27, 2006.

 (SEAL)

DATE Mon Mar 27, 2006

Having been named to accept service of process for the above  
stated corporation, at the place designated in this certificate,  
I hereby agree to act in this capacity, and I further agree to  
comply with the provisions of all statutes relative to the proper  
and complete performance of my duties.

  
PEDRO P. DELGADO-Registered Agent

DATE Mon Mar 27, 2006