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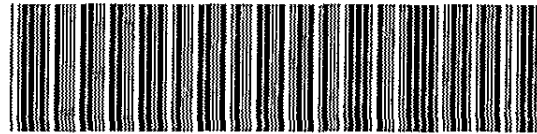
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LAW OFFICES  
**EDWARD A. HANNA, JR., P.A.**  
EMERALD VILLAGE PROFESSIONAL PLAZA  
3864 SHERIDAN STREET  
HOLLYWOOD, FLORIDA 33021-3634

ALSO ADMITTED FEDERAL,  
PENNSYLVANIA AND  
WASHINGTON, D.C. BARS

BROWARD: (954) 893-7030  
BROWARD: (954) 963-2211  
BROWARD: (954) 745-2100  
TELFAX: (954) 963-2227  
EDHANNALAW@AOL.COM

October 2, 2006

**SECRETARY OF STATE**  
**Division of Corporations**  
P.O. Box 6327  
Tallahassee, FLorida 32314

IN RE: **ESTRELLA CONSULTANTS, INC.**  
FILE NUMBER: 06-060201-EAH/vp  
FILE CODE: Red/Noble:#58  
CECN: ESTRE-58.1;ART

Dear SIR/MADAME:

Enclosed herewith please find the original executed **ARTICLES OF INCORPORATION**, and two (2) photocopies of the same, for the above captioned corporation:

**ESTRELLA CONSULTANTS, INC.**

Our **check**, in the amount of One-Hundred & Twenty-Two & Fifty Cents (\$122.50) Dollars, to cover the filing fees, is also enclosed.

Please file the enclosed ARTICLES and **stamp/conform** and return the two (2) certified photocopies to us by return mail. For your convenience, a self-addressed, stamped envelope is also enclosed.

Thank you for your attention to this important matter.

Yours Sincerely,

Law Offices of:  
EDWARD A. HANNA, JR., P.A.

By:

  
EDWARD A. HANNA, Jr., Esq.

EAH/lp

**Articles of Incorporation**  
**of**  
**ESTRELLA CONSULTANTS, INC.**

The undersigned hereby states, for the purpose of forming a corporation under the laws of the State of Florida, providing for the formation, rights, privileges, immunities, and liabilities of a corporation for profit, as follows:

**ARTICLE I - NAME**

The name, street address, and mailing address of this corporation, (hereinafter referred to as the "*Corporation*") shall be as follows:

**Estrella Consultants, Inc.**  
c/o Edward A. Hanna, Jr., P.A.  
Law Offices  
3864 Sheridan Street  
Hollywood, FLorida 33021

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**ARTICLE II - PURPOSE**

This *Corporation* is organized for the purpose of transacting any and all lawful business activities. Nothing set forth herein shall not be deemed to exclude or in any way limit by inference, any powers, objects or purposes which this *Corporation* is otherwise empowered to exercise, whether expressly, by force of the laws of the State of Florida, now or hereafter in effect, or impliedly by any reasonable construction of said laws.

### ARTICLE III - DURATION

This *Corporation* shall have perpetual existence, unless dissolved according to law, commencing on the date of the filing of these ARTICLES OF INCORPORATION with the Florida Department of State.

### ARTICLE IV - CAPITAL STOCK

This *Corporation* is authorized to issue One-Thousand (*1,000*) shares of stock, each having a par value of: Ten (\$10.00) Dollars per share; and to be fully paid in and non-assessable; all of which will be common stock and which shall be designated hereafter: "*Common Shares*;" and Ten-Thousand (10,000) shares shall be issued and sold for such consideration as may be fixed by the Board of Directors hereof. Said shares of stock shall be issued, sold or transferred only in accordance with the By-Laws of this *Corporation* and this *Corporation* may from time to time make, and all of said shares of stock subscribed to shall be paid for either in cash, property, labor or services, it being recognized that property, labor or services rendered may be purchased or paid for with the common stock of this *Corporation* as a just valuation.

### ARTICLE V - PRE-EMPTIVE RIGHTS

Every Shareholder, upon the sale for cash of any new stock of this *Corporation*, shall have the right to purchase his 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 VI - INDEMNIFICATION

This *Corporation* shall *indemnify* any Officer or Director, or any former Officer or Director, to the full extent permitted by law.

## ARTICLE VII - INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial *Registered Agent Office*, at the offices of Corporate Counsel of this *Corporation* shall be:

C. MOORE  
c/o Edward A. Hanna, Jr., P.A.  
Law Offices  
3864 Sheridan Street  
Hollywood, Florida 33021

The name of the initial *Registered Agent* of this *Corporation*, located at the above said address, shall be:

C. MOORE

## ARTICLE VIII - INITIAL BOARD OF DIRECTORS

This *Corporation* shall have *one (1)* Director constituting the initial Board of Directors. The number of Directors may be either increased or decreased from time to time consistent with the By-Laws of this *Corporation* and the Shareholders Agreement. The name, mailing address and departmental titles of the initial Officers and Directors of this *Corporation* shall be:

C. MOORE, President & Chairman of the Board

## ARTICLE IX - POWERS OF THE DIRECTORS

The Directors may exercise all powers held by this *Corporation* without limitation, not inconsistent with the laws of the State of Florida, and in particular, they may:

A. Determine upon what terms and conditions certificates of stock which have been lost or destroyed may be replaced or reissued.

B. Make By-Laws for the exercise of corporate powers, the management regulation and government of this *Corporation's* property and affairs, the transfer of stock and the calling and holding of meetings of its shareholders.

C. Appoint such officers and agents as the affairs of this *Corporation* shall require, and allow for suitable compensation.

D. Acquire by purchase, gift or other lawful mode, shares of its own capital stock and the capital stock of other corporations.

E. File a plan or any documents required by the Internal Revenue Service under Section 1244, pertaining to small business corporations or *Sub-Chapter "S"*, in the event that the Directors feel it is in the best interests of this *Corporation*.

## ARTICLE X - INCORPORATORS

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

NAME: C. MOORE  
MAILING ADDRESS: Estrella Consultants, Inc.  
c/o Edward A. Hanna, Jr., P.A., Law Offices  
3864 Sheridan Street  
Hollywood, FLorida 33021


## ARTICLE XI - AMENDMENT

This *Corporation* reserves the right to *amend* or *repeal* any provision or provisions contained and set forth in these ARTICLES OF INCORPORATION, or any *Amendment* hereto, and any right conferred upon any Shareholder or Shareholders is subject to this same said reservation.

## ARTICLE XII - INITIAL CAPITAL INVESTMENT

The amount of *initial investment capital* with which this *Corporation* shall begin business operation One-Thousand and No Cents (\$1,000.00) Dollars.

IN WITNESS WHEREOF, the undersigned Subscriber has executed these same said ARTICLES OF INCORPORATION, this 28 day of September of the year 2006.



Subscriber: **C. MOORE**  
**President & Chairman of the Board**

**This Document was prepared by:**

**THE LAW OFFICES OF:  
EDWARD A. HANNA, JR., P.A.**

By: **EDWARD A. HANNA, Jr., Esq.**  
Emerald Village Professional Plaza  
3864 Sheridan Street  
Hollywood, Florida 33021-3634  
Telephone: (954) 893-7030  
Telephone: (954) 745-2100  
Telfax: (954) 963-2227

# Certificate

of

**Estrella Consultants, Inc.**

IN RE:

## **NOTARIZED EXECUTION OF ARTICLES OF INCORPORATION**

STATE OF FLORIDA                     )  
   )  
COUNTY OF BROWARD                 )

**Before Me**, a *Notary Public* authorized to take acknowledgments in the State and County set forth above, personally appeared: C. MOORE, known to me to be the person who executed the foregoing ARTICLES OF INCORPORATION, and he/she acknowledged before me that he/she executed these same said ARTICLES OF INCORPORATION for this Corporation:

**Estrella Consultants, Inc.**  
c/o Edward A. Hanna, Jr., P.A.  
Law Offices  
3864 Sheridan Street  
Hollywood, FLorida 33021

**In Witness Whereof**, I have hereunto set my hand and affixed my official seal in the State and County aforesaid, this 28 day of September, of the year 2006.

  
By: EDWARD A. HANNA, Jr., Esq.  
NOTARY PUBLIC, State of Florida



My Commission Expires:



**Certificate**  
of  
**Estrella Consultants, Inc.**

IN RE:

**SERVICE OF PROCESS, DOMICILE and REGISTERED AGENT**

**This Certificate** is executed for the purpose of designating the place of business or *domicile* for the *Service of Process* within the State of Florida and for naming the agent of this *Corporation*, upon whom process may be lawfully served.

**In Furtherance Thereof**, and in compliance with *Section 48.091, Florida Statutes*, the following is submitted by the aforesaid *Corporation*:

**First**, that *Estrella Consultants, Inc.*, desiring to organize and qualify under the laws of the State of Florida, with its principal place of business located at:

has and does hereby name: **C. MOORE, Estrella Consultants, Inc.**  
whose mailing address is: **c/o Law Offices, 3864 Sheridan Street  
Hollywood, FLorida 33021**

as its *agent* to accept *Service of Process* within the State of Florida and in acknowledgement whereof, said agent has below executed this *Certificate*.

SIGNATURE: C. Moore, C. MOORE

Registered Agent

HOLDING THE TITLE OF: \_\_\_\_\_

EXECUTED THIS DATE: 28 day of September, 2006

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**Second**, 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 *Florida Statutes* relative to the proper performance of my duties.

SIGNATURE: C. Moore, C. MOORE  
Registered Agent of the Corporation

EXECUTED THIS DATE: 28 day of September, 2006

# Certificate

of

**Estrella Consultants, Inc.**

IN RE:

## NOTARIZED EXECUTION OF SERVICE OF PROCESS CERTIFICATE

STATE OF FLORIDA           )  
  )  
COUNTY OF BROWARD       )

**Before Me**, a Notary Public authorized to take acknowledgments in the State and County set forth above, personally appeared: C. MOORE, known to me to be the person who executed the foregoing:

### **CERTIFICATE RE: SERVICE OF PROCESS**

and he/she acknowledged before me that he/she executed the same said CERTIFICATE RE: SERVICE OF PROCESS, for:

**Estrella Consultants, Inc.**

c/o Edward A. Hanna, Jr., P.A.

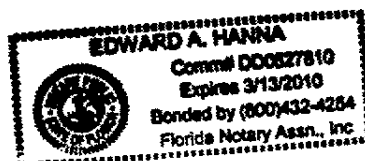
Law Offices

3864 Sheridan Street

Hollywood, FLorida 33021

**In Witness Whereof**, I have hereunto set my hand and affixed my official seal in the State and County aforesaid, this 28 day of September, of the year 2006.

  
By: EDWARD A. HANNA, Jr., Esq.  
NOTARY PUBLIC, State of Florida



My Commission Expires: