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TALLAHASSEE, FLORIDA

FLORIDA PROFIT/NON PROFIT CORPORATION

BRUNNER & PALACIOS, P.A.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

**Articles of Incorporation
Of
Brunner & Palacios, P.A.**

The undersigned subscriber to these Articles of Incorporation hereby desire to form a Professional Corporation for profit under the provisions of chapter 621, Florida Statutes, and Statutes amendatory thereof and supplemental thereto.

Article I – Name

The Name of the corporation is:

Brunner & Palacios, P.A.

Article II – Principal Office

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

801 Biscayne Bay Drive, Suite 471 – Miami, FL 33131

Article III – Duration

This corporation shall commence existence upon the filing of these Articles of Incorporation by the Department of State, State of Florida, and shall have perpetual existence.

Article IV – Purpose

The general nature of the business to be transacted by the Corporation shall be and is to engage in every aspect of Management and Consulting Services. The services involved in the corporation's practice of Management and Consulting are rendered only through its officers and agents, who are duly authorized.

Article V – Shares

The aggregate number of shares, which the corporation shall have authority to issue, is the total sum of 1000 shares, having an individual par value of \$ 1.00. Unless otherwise stated in these articles, or in an amendment to these articles, there shall be only (1) class of stock of this corporation.

**Prepared by:
Heliodoro Palacios
400 SW 107th Avenue, Ste 400
Sweetwater, FL 33174
Tel: (305) 554-7737**

Article VI – Initial Registered Agent and Street Address

The name and street address of the initial registered Agent of this Corporation is:

Heliodoro Palacios – 400 SW 107th Avenue, Ste 400 – Miami, FL 33174

Article VII – Initial Board of Directors

This corporation shall have (2) Director(s) initially. The number of Director(s) may be either increased or decreased from time to time by an amendment of the bylaws of the corporation in the manner provided by law, but shall never be less than one. The name and address of the initial Director(s) of this corporation is/are:

P – Robert L Brunner – 11930 N Bay shore Dr #708 – N Miami, FL 33181

S – Heliodoro Palacios – 400 SW 107th Ave. Suite 400 – Miami, FL 33174

Article VIII – Incorporator

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

Heliodoro Palacios, 400 SW 107th Avenue, Suite 400 – Miami, FL 33174

Article IX – Amendment of Articles

This corporation reserves the right to amend or repeal any provisions contained in these articles of incorporation or any amendment of these articles, and any right conferred upon the shareholders is subject to this reservation.

Article X – Preemptive Rights

The holders of the common stock of this corporation shall have preemptive rights to purchase, at prices, terms and conditions that shall be negotiated by the interested stockholders. No stockholder of this corporation shall sell any stock of this corporation without first submitting the stock certificates along with a written offer to sell said stock at a price equal to the written offer for a period of ninety days. The preemptive right of any holder is determined by the ratio to the authorized (authorized and issued) shares of common stock held by the holder to all shares of common stock currently authorized (authorized and issued).

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

IN WITNESS WHEREOF, the undersigned incorporator has executed these
Articles of Incorporation on April 4, 2007



Heliodoro Palacios

Acceptance of Appointment as Registered Agent

Having been named as the Registered Agent for the above corporation for the purpose of accepting service of process at the registered office designated in the articles of incorporation, I accept such appointment and am familiar with and accept the obligations provided for in Section 607.325, Florida Statutes.

Dated on April 4, 2007



Heliodoro Palacios