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January 31, 2011

FLORIDA DEPARTMENT OF STATE
Division of Corporations

WILLIAMS & MORRIS, P.A.

SUBJECT: ETHEER, BENOIT & CO

REF: W11000005722

We received your electronically transmitted document. However, the document has not been filed. Please make the following corrections and refax the complete document, including the electronic filing cover sheet.

The name must contain a word that will clearly indicate that it is a corporation. Such words include: CORPORATION, CORP., COMPANY, CO., INC., and INCORPORATED.

If you have any further questions concerning your document, please call (850) 245-6929.

Justin M Shivers Regulatory Specialist II New Filing Section FAX Aud. #: H11000023566 Letter Number: 911A00002509 14:53 01/31/11GMT-05 Pg 03-05 APPHOVEL.

((H 11000023 FEED 3))

11 JAN 31 PM 1: 00

ARTICLES OF INCORPORATION
OF
ETHEER, BENOIT & CO, INC.

SECRETARY OF STATE

The undersigned incorporator hereby forms a corporation under Chapter 607 and 621 of the laws of the State of Florida (FS)

ARTICLE I. Name

The name of the corporation shall be:

ETHEER, BENOIT & CO, INC.

The address of the principal office of this corporation shall be:

8004 N.W. 154TH STREET #646 MIAMI LAKES, FL 33016

ARTICLE II. Nature of Business

This corporation may be engage in every aspect of the business rendering any type of consulting services to the general public, duly licensed under the laws of the State of Florida, is authorized render. 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 III. Capital Stock

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is 200 shares of common stock having \$1.00 par value per share.

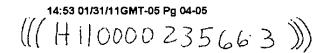
ARTICLE IV. Registered Agent

The street address of the initial registered office of the corporation shall be:

6625 Miami Lakes Drive STE 331 Miami Lakes, FL 33014

And the name of the initial registered agent of the corporation at that address is Williams&Morris, P.A.

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ARTICLE V. Term of Existence

This corporation is to exist perpetually.

ARTICLE VI. Directors

All corporate powers shall be exercised by or under the authority of, and the business and affairs of the corporation managed under the direction of its Board of Directors, subject to any limitation set forth in these articles of Incorporation. This corporation shall have one Director initially. The name and address of the initial member of the Board of Directors is:

ANA CASANOVA CACERES (President) 8203 NW 188TH TERRACE MIAMI, FL 33015

ARTICLE VII. Incorporator

The name and street of the incorporation to these articles of incorporation is:

Williams&Morris, P.A. 6625 Miami Lakes Drive STE 331 Miami , FL 33014

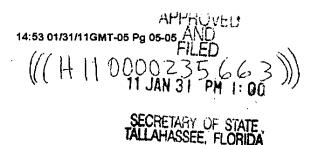
IN WITNESS WHEREOF, the undersigned incorporator has hereunto set his hand and seal this 27, day of January, 2011.

Williams&Morris, P.A.

Incorporator

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Fm:MyFax - Williams&Morris, P.A. (18506176381)



ACCEEPTANCE OF REGISTERED AGENT DESIGNATED IN THE ARTICLE OF INCORPORATION

WILLIAMS & MORRIS, P.A., a business residing in this state, having a business office identical with the registered office of the corporation named below, and having been designated as the Registered Agent in the above and foregoing Articles of Incorporation of:

ETHEER, BENOIT & CO, INC.

Is familiar with and accepts the obligations of the position of Registered Agent under Section 607.0505, Florida Statutes.

Williams&Morris, P.A.

JHAIR J. ROMERO - MANAGER

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