

SANTIAGO DE VALLE, CPA
301 ALMERIA AVE STE 7B
CORAL GABLES, FL 33134

P95000008587

January 27, 1995

SECRETARY OF STATE
DIVISION OF CORPORATIONS
P.O. BOX 6327
TALLAHASSEE, FL 32314

000001398270
-01/30/95--01105--003
***122.50 ***122.50

REF: Santiago De Valle and Associates, P.A.

Gentlemen:

Enclosed please find the original and one copy of Articles of Incorporation, together with my check in the amount of \$122.50 representing Filing Fees, Certified Copy of Articles of Incorporation and the Fee for the Registered Agent Designation for the above named corporation.

Very truly yours,


Santiago De Valle, CPA

SANTIAGO DE VALLE AND ASSOCIATES, P.A.
301 ALMERIA AVE STE 7B
CORAL GABLES, FL 33134
OFFICE PHONE 305-446-2804

H. SIMS FEB - 2 1995

FILED
95 JAN 30 AM 8:00
SECRETARY OF STATE
TALLAHASSEE, FL 32314

**ARTICLES OF INCORPORATION
of**

SANTIAGO DE VALLE and ASSOCIATES, P.A.

The undersigned subscriber to these Articles of Incorporation, natural person competent to contract, hereby forms a corporation under the laws of the State of Florida.

ARTICLE I - CORPORATE NAME

The name of the corporation is: **SANTIAGO DE VALLE and ASSOCIATES, P.A.**

ARTICLE II - DURATION

This corporation shall exist perpetually unless dissolved according to Florida law.

ARTICLE III - PURPOSE

The corporation is organized for the purpose of engaging in the following accounting activities: general accounting services including but not limited to auditing, tax planning, asset protection, estate planning and family law mediation, as permitted under the laws of the United States of America and the State of Florida.

ARTICLE IV - CAPITAL STOCK

The corporation is authorized to issue One thousand shares (1,000) of One Dollar (\$1.00) par value Common Stock, which shall be designated "Common Shares".

ARTICLE V - INITIAL REGISTERED OFFICE AND AGENT

The street address of the Initial Registered Agent office and the name of the Initial Registered Agent at that office is:

NAME: Santiago De Valle, CPA
ADDRESS: 301 ALMERIA AVE STE 7B
CITY: CORAL GABLES, FL 33134
COUNTY: DADE

The principal office or the mailing address of the corporation is:
THE SAME AS ABOVE INDICATED

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE VI - INITIAL BOARD OF DIRECTORS

This corporation shall have one (1) director initially. The number of directors may be either increased or diminished from time to time by the corporate By-Laws, but shall never be less than one (1). The name and address of the initial director of the corporation is as follows:

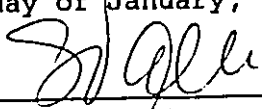
NAME: Santiago De Valle, CPA
ADDRESS: 301 ALMERIA AVE STE 7B
CITY: CORAL GABLES, FL 33134
COUNTY: DADE

ARTICLE VII - INCORPORATORS

The name of the incorporator signing these Articles of Incorporation is as follows:

NAME: Santiago De Valle, CPA
ADDRESS: 301 ALMERIA AVE STE 7B
CITY: CORAL GABLES, FL 33134
COUNTY: DADE

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation this 27th day of January, 1995.



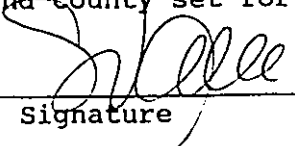
SANTIAGO DE VALLE Seal

STATE OF FLORIDA

)
SS

COUNTY OF DADE)

before me, a Notary Public authorized to take acknowledgements in the State and County set forth above, personally appeared:

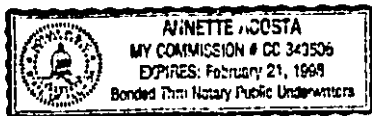


Signature

D140 794 46 0900
Form of Identification

Known to me and known to be the person who executed the foregoing Articles of Incorporation, who acknowledged before me that he executed these Articles of Incorporation, that I relied upon the form of identification of the above named person as indicated opposite each name, and that an oath was not taken.

/-----\
Notary Rubber Stamp Seal



Witness my hand and official seal in the County and State last aforesaid this 27th day of January of 1995

Annette Costa
Notary Signature

Annette Costa
Printed Notary Signature

**CERTIFICATE AND ACKNOWLEDGEMENT
OF REGISTERED AGENT**

**CERTIFICATE OF REGISTERED AGENT
OF**

SANTIAGO DE VALLE & ASSOCIATES, P.A.

Pursuant to Florida Statutes Section 48.091
and 607.0501, the following is submitted:

The above Corporation, desiring to organize under the laws of the
State of Florida with its registered office as indicated in the
Articles of Incorporation at

301 Almeria Ave Ste 7B
Coral Gables, Fl 33134
County of Dade

has named **SANTIAGO DE VALLE, CPA**
located at the aforesaid address, as its Registered Agent to accept
service of process within this state.

ACKNOWLEDGEMENT

Having been named Registered Agent to accept service
of process for the above state corporation at the
placed designated in this certificate, and being
familiar with the obligations of that position,
I hereby accept to act in this capacity, and
do agree to comply with the provisions of
Florida Law in keeping open said office


(Registered Agent)

FILED
95 JUN 30 PM 8:19
SECRETARY OF STATE
TALLAHASSEE, FLORIDA