VISION OF CORPORATIONS

7/06/95

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DEPARTMENT OF STATE

STATE OF FLORIDA 409 EAST GAINES STREET

TALLAHASSEE, FL 32399

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FAX: (305) 592-9591 FLORIDA PROFIT CORPORATION OR P.A. (((H95000007483))) DOCUMENT TYPE:

NAME: CARLOS M. PAZOS, CPA, P.A.

FAX AUDIT NUMBER: H95000007403 DATE REQUESTED: 07/06/1995

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ARTICLES OF INCORPORATION

OP.

CARLOS M. PAZOS, CPA. P.A.

THE UNDERSIGNED INCORPORATOR, FOR THE PURPOSE OF FORMING A CORPORATION UNDER THE FLORIDA GENERAL CORPORATE ACT, HEREBY ADOPTS THE FOLLOWING APTICLES OF INCORPORATION.

ARTICLE I: NAME OF THE CORPORATION

THE NAME OF THE CORPORATION SHALL BE: CARLOS M. PAZOS CPA.P.A.

ARTICLE II: NATURE OF THE BUSINESS

THIS COMPORATION MAY ENGAGE IN OR TRANSACT ANY OR ALL LAWFUL ACTIVITIES OR BUSINESS PERMITTED UNDER THE LAWS OF THE UNITED STATES, THE STATE OF FLORIDA, AND ANY OTHER STATE, COUNTRY, TERRITORY OR NATION. THE PRIMARY BUSINESS PURPOSE OF THE CORPORTION WILL BE PUBLIC ACCOUNTING. THE PRINCIPAL PLACE OF BUSINESS AND MAILING ADDRESS OF THIS CORPORATION SHALL BE:

520 BILTMORE WAY CORAL GABLES FLORIDA 33134

ARTICLE III: CAPITAL STOCK

THE AGGREGATE NUMBER OF SHARES AND ITS PAR VALUE THAT THIS CORPORATION IS AUTHORIZED TO ISSUE AND HAVE OUTSTANDING AT ANY ONE TIME IS: 1,000 SHARES OF COMMON STOCK, PAR VALUE \$1.00 PER SHARE.

ARTICLE IV: TERM OF EXISTENCE

THIS CORPORATION SHALL EXIST PERPETUALLY.

Prepared by:Carlos M. Pazos 520 Biltmore Way Coral Gables, Fl 33134 (305) 444-8800

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ARTICLM V: OFFICERS AND DIRECTORS

THE NAMES AND STREET ADDRESSES OF THE INITIAL OFFICERS AND DIRECTORS, WHO SHALL HOLD OFFICE THE FIRST DAY OF THE CORPORATION'S EXISTENCE UNTIL THEIR SUCCESSORS ARE ELECTED ARE:

PRESIDENT/SECRETARY:

CARLOS M. PAZOS SSN 593-20-3923 520 BILTMORE WAY CORAL GABLES, FL 33134

ARTICLE VI: INCORPORATOR

THE NAME AND STREET ADDRESS OF THE INCORPORATOR TO THESE ARTICLES OF INCORPORATION IS:

CARLOS M. PAZOS SSN 593-20-3923 520 BILTMORE WAY CORAL GABLES, FL 33134

IN WITNESS WHEREOF, THE UNDERSIGNED INCORPORATOR HAS EXECUTED THESE ARTICLES OF INCORPORATION THIS 30TH DAY OF JUNE 1995.

CARLOS M. PAZOS

STATE OF FLORIDA

COUNTY OF DADE

THE FOREGOING INSTRUMENT WAS ACKNOWLEDGED AND SWORN TO
BEFORE HE THIS 30TH DAY OF JUNE 1995, BY CARLOS H. PAZOS OF

CARLOS M. PAZOS, CPA. P.A..

MY COMMISSION EXPIRES:

NOTARY PUBLIC

GUILLERMO ANDRADE
My Comm Exp. 12/01/98
My Comm Exp. 12/01/98
Bunded By Service Ins
No. CC423968
My Commy Local (1964) 1.8

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CERTIFICATION OF DESIGNATION REGISTERED AGENT/ REGISTERED OFFICE

PURSUANT TO THE PROVISIONS OF SECTION 607.0501 OF THE FLORIDA STATUTES, THE UNDERSIGNED CORPORATION SUBMITS THE FOLLOWING STATEMENT IN DESIGNATING THE REGISTERED OFFICE/AGENT, IN THE STATE OF FLORIDA.

- THE NAME OF THE CORPORATION IS: CARLOS M. PAZOS, CPA, P.A.
- THE NAME AND ADDRESS OF THE REGISTERED AGENT AND OFFICE

IS:

CARLOS M. PAZOS SSN 593-20-3923 520 BILTMORE WAY CORAL GABLES, FL 33134

CARLOS M. PAZOS, PRESIDENT SIGNATURE:

DATE: JUNE 30, 1995

HAVING BEEN NAMED AS REGISTERED AGENT AND TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION AT THE PLACE DESIGNATED IN THE CERTIFICATE, I HEREBY ACCEPT THE APPOINTMENT AS REGISTERED AGENT AND AGREE TO ACT IN THIS CAPACITY. I FURTHER AGREE TO COMPLY WITH THE PROVISIONS OF ALL THE STATUTES RELATING TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES, AN I AM FAMILIAR WITH AND ACCEPT THE OBLIGATIONS OF MY POSITION AS REGISTERED AGENT.

CANO MPREO CARLOS M. PAZOS, REGISTERED AGENT

DATE: JUNE 30, 1995