

PEDRO ESTABIELLA, JR., CTP, CPTX, LUTC
CERTIFIED TAX PROFESSIONAL
CERTIFIED PRACTITIONER OF TAXATION

OFFICE (1051) 261-9292 FAX: 261-9100

ESTABIELLA & ASSOCIATES, INC., 7401 SW 8 STREET, MIAMI, FL 33144-4542
• INCOME TAX • ACCOUNTING • INSURANCE • TRANSLATIONS • NOTARY PUBLIC •

05/26/95

P95000055769

Florida Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

RECEIVED
JUL 19 1995
DIVISION OF CORPORATIONS

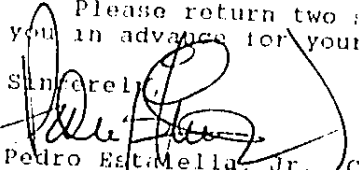
RE: REA Enterprises, Inc.

Gentlemen:

Enclosed please Articles of Incorporation, executed in triplicate, for REA Enterprises, Inc., and a check in the amount of \$122.50, to cover the required fees.

Please return two sets of the filed document to our office. Thank you in advance for your attention to this matter.

Sincerely,


Pedro Estabiel, Jr., CTP, CPTX, LUTC
Certified Tax Professional
Certified Practitioner of Taxation
Licensed Multi-Lines Insurance Agent

/ece

enclosures: 3 sets & check

95 JUL 19 AM 10:54

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS

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UJW 7/19/95



FLORIDA DEPARTMENT OF STATE
Sandra B. Morthum
Secretary of State

June 29, 1995

PEDRO ESTALELLA, JR.
7481 SW 8 STREET
MIAMI, FL 33144-4547

SUBJECT: REA ENTERPRISES, INC.
Ref. Number: W95000013287

95 JUL 19 AM 10:54

We have received your document for REA ENTERPRISES, INC. and your check(s) totaling \$122.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an existing entity. Simply adding "of Florida" or "Florida" to the end of an entity name **DOES NOT** constitute a difference. Please select a new name and make the substitution in all appropriate places. One or more words may be added to make the name distinguishable from the one presently on file.

When the document is resubmitted, please return a copy of this letter to ensure that your document is properly handled.

If you have any questions about the availability of a particular name, please call (904) 488-9000.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (904) 487-6052.

Vickie Whitfield
Corporate Specialist

Letter Number: 195A00032004

PEDRO ESTALILLA, JR., CTP, CPTx, LUTC
CERTIFIED TAX PROFESSIONAL
CERTIFIED PRACTITIONER OF TAXATION

OFFICE: (305) 261-9292 FAX: 261-9300

ESTALILLA & ASSOCIATES, INC., 7401 NW 8 STREET, MIAMI, FL 33144-4547

• INCOME TAX • ACCOUNTING • INSURANCE • TRANSLATIONS • NOTARY PUBLIC •

07/12/95

Ms. Vicky Whitfield, Corporate Specialist
Florida Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

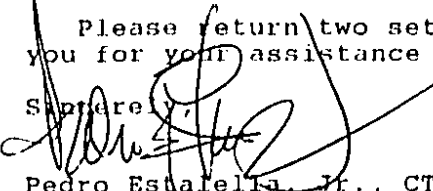
RE: REA Enterprises of South Florida, Inc.

Dear Ms. Whitfield:

Pursuant to our discussion today enclosed please find the above captioned Articles of Incorporation, in triplicate, for filing. A copy of the recent letter, which accompanied the aforesaid articles, when returned by your office, is also enclosed herewith.

Please return two sets of the filed document to our office. Thank you for your assistance in this matter.

Sincerely,


Pedro Estalilla, Jr., CTP, CPTx, LUTC
Certified Tax Professional
Certified Practitioner of Taxation
Licensed Multi-Lines Insurance Agent

/ece

enclosures: 3 sets & letter

cc: 1667-SER
Rec. 214

ARTICLES OF INCORPORATION

OF

REA Enterprises, Inc.

ARTICLE I - NAME

The Name of the corporation is REA Enterprises, Inc.

ARTICLE II - DURATION

The corporation shall have perpetual existence, commencing on the date of filing of these articles, unless sooner dissolved according to law.

ARTICLE III - PURPOSE

This corporation is organized to transact any lawful business for which corporations may be incorporated under the Florida General Corporation Act, or any successor statute, and permitted under the laws of the State of Florida, of the United States and of any other country in the world, to engage in any activity, trade or business which can, in the opinion of the Board of Directors, be advantageously carried on, in connection with, or auxiliary to, the foregoing; and to do such other things and exercise such powers as are incidental, necessary or desirable in order to accomplish the foregoing.

ARTICLE IV- CAPITAL STOCK

This corporation is authorized to issue 100 shares of stock, at no par value, which shall be designated as "Common Shares".

ARTICLE V - INITIAL REGISTERED AGENT
AND PRINCIPAL OFFICE OF THE CORPORATION

The name of the initial registered agent is Roberto E. Arriete, and the street address of the initial registered office, and the principal office, of the corporation is 2123 SW 58 Ave., Miami, FL 33155.

ARTICLE VI - INITIAL BOARD OF DIRECTORS

The number of Directors of this corporation may be increased or diminished from time to time by the By-Laws, but shall never be less than one (1). The name and address of each initial director of this corporation is:

Roberto E. Arriete, 2123 SW 58 Ave., Miami, FL 33155
Elina Pino-Gayol, 2123 SW 58 Ave., Miami, FL 33155

ARTICLE VII BY LAWS

The power to prepare, adopt, alter, amend or repeal the By Laws of this corporation shall be vested in either the Board of Directors or the Shareholders of the corporation.

ARTICLE VIII INDEMNIFICATION

This corporation shall indemnify, and hold harmless, any Officer or Director, or any former Officer or Director, to the full extent permitted by law.

ARTICLE IX - PREEMPTIVE RIGHTS

Every Stockholder, upon the sale for cash of any new stock of this corporation, of the same kind, class, or series, as that which the Shareholder already holds, shall have the right to purchase the Shareholder's pro-rata share thereof, as nearly as may be done without issuance of fractional shares, at the same price at which it is offered to others.

ARTICLE X - INCORPORATOR

The name and address of each person signing these Articles is:

Roberto E. Arriete, 2123 SW 58 Ave., Miami, FL 33155
Elina Pino-Gay~~me~~1, 2123 SW 58 Ave., Miami, FL 33155

ARTICLE XI - AMENDMENT

This corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment thereto, in accordance with the provisions of the Florida General Corporation Act, and any rights conferred to the Shareholders is subject to this reservation.

ARTICLE XII - CORPORATE POWERS

This corporation shall have all the corporate powers enumerated in the Florida General Corporation Act, or any successor statute.

IN WITNESS WHEREOF, the undersigned have executed these Articles of Incorporation, in triplicate, on 05/26/95.

Roberto E. Arriete

Roberto E. Arriete

Elina Pino-Gayol

Elina Pino ~~Gayol~~ EP
Gayol

ACCEPTANCE BY REGISTERED AGENT

Having been named to accept service of process for the above stated corporation, at the place designated in Article V of these Articles of Incorporation, I, the undersigned hereby agree to act in this capacity and further agree to comply with the provisions of all statutes relative to the proper and complete discharge of my duties. I am familiar with, and accept, the obligations of the position of Registered Agent of this corporation.

Roberto E. Arriete

Roberto E. Arriete

ACKNOWLEDGEMENT AND CERTIFICATION BY NOTARY PUBLIC

STATE OF FLORIDA
COUNTY OF DADE

BEFORE ME, the undersigned authority, authorized to take acknowledgements in the State and County set forth above, personally appeared Roberto E. Arriete and Elina Pino-Gayol, well known to me, and, known to me to be the persons who executed the foregoing Articles of Incorporation, of a total of three (3) pages, including this page, and who acknowledged that they executed the same for the purpose therein stated.

IN WITNESS WHEREOF, I have hereunto set my hand and official seal in the aforesaid State and County, on 05/26/95.

Pedro Estrella, Jr.
Pedro Estrella, Jr.
Notary Public, State of Florida at Large
7481 SW 8 St., Miami, FL 33144

Notary Public, State of Florida
My Commission Expires May 27, 1998
Printed This Day From the Notary Seal

95 JUL 19 AM 10:54

95 JUL 19 AM 10:54