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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Law Offices
Jorge E. Hernandez, P.A.
311 Granello Avenue
Coral Gables, Florida 33146

July 31, 1995

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

600001568056
-08/24/95--01011--015
****122.50 ****122.50

RE: M.V.P. AND ASSOCIATES, INC.

Gentlemen:

Enclosed please find proposed Articles of Incorporation for ONE (1) new Florida Corporation, along with our check in the amount of One Hundred Twenty Three Dollars (\$123.00).

Please place these documents in line for processing and forward a certified copy of said Articles of Incorporation to the above address upon completion of processing. Thank you very much.

R95000002809

Sincerely,


Jorge E. Hernandez, Esq.
JEH/nf

W95-16265

Enclosures

8-21



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

August 14, 1995

JORGE E. HERNANDEZ, ESQ.
311 GRANELLO AVENUE
CORAL GABLES, FL 33146

SUBJECT: M.V.P. AND ASSOCIATES, INC.
Ref. Number: W950000162F5

We have received your document for M.V.P. AND ASSOCIATES, INC., however, upon receipt of your document no check was enclosed. Please send a check or money order payable to the Department of State for \$70.00.

The name you are requesting is unavailable, since it has been reserved by another individual. In order to use the name you must obtain their release. When the document is resubmitted, please return a copy of this letter to ensure proper handling.

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

The corporate fees are as follows:

CORPORATIONS FILING FEES

Profit and NonProfit
Florida & Foreign Corp.

Filing Fees	\$35.
Registered Agent	
Designation	\$35.
Certified Copy	\$52.50
Total Fee Due	\$122.50

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) 487-6927.

Kathy Hyman
Document Specialist

Letter Number: 595A00037876



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

June 23, 1995

MARISA PARES
6800 S.W. 40TH STREET
SUITE 385
MIAMI, FL 33155

The name **M.V.P. & ASSOCIATES, INC.** has been reserved for 120 days beginning June 23, 1995. The reservation number is **R95000002809** and this reservation is **NONRENEWABLE**.

A reservation is not a grant of authority to use the name. It is only a withholding of a name from its availability for use by another. When the proposed document is submitted, the name will **AGAIN** be checked against the records of the Division and if still no conflict exists and all other requirements are fulfilled, the reserved name shall be filed as the entity name.

The Division of Corporations is a ministerial filing office and may not render any legal advice. The Division does not adjudicate the legality of any corporate name or arbitrate disputes between entities. You may wish to review other laws such as common law rights, including rights to a trade name; United States Code, Federal Trademark Act, Section 1051 (Lanham Act); Chapter 495, Florida Statutes, Registration of Trademarks and Service Marks (Florida Trademark Act); and Section 865.09, Florida Statutes (Fictitious Name Act).

If someone else submits the document for filing, it must have a copy of this letter attached.

Should you have any questions regarding this matter, please telephone (904) 488-8000, the Name Availability Section

Trevor Brumley

Letter number: 095A00030908

Division of Corporations - P.O. BOX 6327 -Tallahassee, Florida 32314

ARTICLES OF INCORPORATION
OF
M.V.P. AND ASSOCIATES, INC.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned, for the purpose of forming a corporation under the Florida General Corporation Act, hereby adopts the following Articles of Incorporation:

1. **NAME.** The name of the Corporation is:
M.V.P. AND ASSOCIATES, INC.
2. **DURATION.** The period of its duration is perpetual.
3. **PURPOSE.** The purpose is to engage in any activities or business permitted under the laws of the United States and Florida.
4. **CAPITAL STOCK.** The corporation is authorized to issue TEN THOUSAND (10,000) shares of common stock, all of one class, at NO Par Value.
5. **PRINCIPAL OFFICE.** The address of the principal office of the corporation is as follows:

6307 Bird Road
Miami, FL 33155
6. **INITIAL REGISTERED AGENT.** The name and address of the initial registered agent of the corporation is as follows:

Jorge E. Hernandez, Esq.
311 Granello Avenue
Coral Gables, FL 33146
7. **INITIAL BOARD OF DIRECTORS.** The corporation shall have ONE (1) director initially. The number of directors 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 (1) director.

The name and address of the initial directors of the corporation is:

Miriam Corp

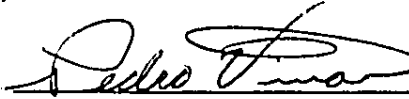
6307 Bird Road
Miami, FL 33155

8. **AMENDMENT OF ARTICLES.** The corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment hereto, and any right conferred upon the shareholders is subject to this reservation.
9. **INDEMNIFICATION.** To the extent permitted by law, the corporation shall indemnify any officer or director, or any former officer or director in the manner set out and provided for in the bylaws of the corporation.
10. **INCORPORATOR.** The name and address of the incorporator is:

Pedro Vinas

6307 Bird Road
Miami, FL 33155

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation this 2 day of August, 1995.



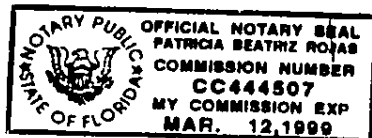
INCORPORATOR,
Pedro Vinas

STATE OF FLORIDA
COUNTY OF DADE

BEFORE ME, the undersigned authority, personally appeared, who has produced Fl. D.C. as identification and who executed the foregoing Articles of Incorporation, and he acknowledged to and before me, that he executed the same for the purposes therein expressed.

IN WITNESS HEREOF, I have hereunto set my hand and seal this 2 day of August, 1995.

MY COMMISSION EXPIRES:





NOTARY PUBLIC, State of Florida

Patricia Beatriz Rojas

**CERTIFICATE DESIGNATING REGISTERED AGENT UPON
WHOM PROCESS MAY BE SERVED WITHIN THIS STATE**

In pursuance of Chapter 607.325 of the Florida Statutes, the following is submitted in compliance with said Act:

FIRST, that, **M.V.P. AND ASSOCIATES, INC.** the undersigned corporation organized to do business under the laws of this State, has appointed **JORGE E. HERNANDEZ, ESQUIRE**, as its agent to accept service of process within this State at the following address:

JORGE E. HERNANDEZ, Esquire
311 Granello Avenue
Coral Gables, Florida 33146

Having been named to accept service of process for the above stated corporation, we hereby accept to act in this capacity, and agree to comply with the provision of said Act relative to keeping open said office.

By: _____

Jorge E. Hernandez, Esquire

Date: 8-2-95

FILED
95 AUG 18 AM 9:30
SECRETARY OF STATE
TALLAHASSEE, FLORIDA