

P95000064314

TO: DIVISION OF CORPORATIONS
DEPARTMENT OF STATE
STATE OF FLORIDA
409 EAST GAINES STREET
TALLAHASSEE, FL 32399
FAX: (904) 922-4000

FROM: EMPIRE CORPORATE KIT COMPANY
1492 W FLAGLER ST
SUITE 200
MIAMI FL 33135-311-
CONTACT: RAY STORMONT
PHONE: (305) 541-3694
FAX: (305) 541-3770

DOCUMENT TYPE: FLORIDA PROFIT CORPORATION OR P.A.
NAME: RAPTORS EXCHANGE & INVESTMENTS, INC.
FAX AUDIT NUMBER: H95000009171
DATE REQUESTED: 08/18/1996
CERTIFIED COPIES: 1
NUMBER OF PAGES: 4
ESTIMATED CHARGE: \$122.50

CURRENT STATUS: REQUESTED
TIME REQUESTED: 12:47:41
CERTIFICATE OF STATUS: 0
METHOD OF DELIVERY: FAX
ACCOUNT NUMBER: 072450003255

Note: Please print this page and use it as a cover sheet when submitting documents to the Division of Corporations. Your document cannot be processed without the information contained on this page. Remember to type the Fax Audit number on the top and bottom of all pages of the document.

((H95000009171))
** ENTER 'M' FOR MENU. **
ENTER SELECTION AND <CR>:
Help F1 Option Menu F2

NUM CAPS Connect: 00:04:

[Handwritten signature]

RECEIVED
95 AUG 21 AM 9:53
DIVISION OF CORPORATIONS

*Prepared
Cover Sheet
10-16-93*

FILED
95 AUG 21 AM 7:47
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

006-21-1995 09:30

P.01/07



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

August 21, 1995

EMPIRE CORPORATE KIT COMPANY

MIAMI, FL

SUBJECT: RAPTORS EXCHANGE & INVESTMENTS, INC.
REF: W95000016736

We received your electronically transmitted document. However, the document has not been filed and needs the following corrections:

The required electronic filing cover sheet was not submitted with the document. Please resubmit the document with this cover sheet.

Section 15.16(3), Florida Statutes, requires each document to contain in the lower left-hand corner of the first page the name, address, and telephone number of the preparer of the original and, if prepared by an attorney licensed in this state, the preparer's Florida Bar membership number.

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) 487-6934.

Loria Poole
Corporate Specialist

FAX Aud. #: H95000009171
Letter Number: 495A00038958

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

**ARTICLES OF INCORPORATION
OF
RAPTORS EXCHANGE & INVESTMENTS, INC.**

The undersigned subscribers to these articles of incorporation, each a natural person competent to contract, hereby associate themselves to form a corporation under the laws of the State of Florida.

SECTION 1.01 NAME. *The name of this corporation is:*
RAPTORS EXCHANGE & INVESTMENTS, INC.

SECTION 2.01 CAPITAL STOCK. *The maximum number of shares of par value common, of non-par common and preferred stock, and of every kind, class or series of each, with their distinguishing characteristics and the par value of all shares having par value that this corporation is authorized to have outstanding at any one time is:*
500 SHARES COMMON STOCK \$1.00 PAR VALUE EACH.

SECTION 3.01 INITIAL CAPITAL. *The amount of capital with which this corporation will begin business is: not less than:*
FIVE HUNDRED DOLLARS

SECTION 4.01 TERM OF EXISTENCE. *This corporation is to exist perpetually.*

SECTION 5.01 ADDRESS. *The initial post office address of the principal office of this corporation in the State of Florida is:* **2550 N.W. 72ND AVENUE, SUITE #210
MIAMI, FL 33122**

The Board of Directors may, from time to time move the principal office to any other address in Florida.

SECTION 6.01 DIRECTORS. *This corporation shall have ONE directors, initially. The number of directors may be increased or diminished from time to time, by laws adopted by the shareholders, but shall never be less than ONE.*

SECTION 7.01 INITIAL DIRECTORS. *The names and post office addresses of the members of the first Board of Directors are:*

NAME	ADDRESS
RICARDO MONTELONGO	2550 N.W. 72ND AVENUE, SUITE #210 MIAMI, FL 33122

SECTION 8.01 SUBSCRIBERS. *The name and post office addresses of each subscriber to these articles of incorporation are:*
RTS Best Services, Inc.
Prepared by: **Sergio Ruiz**
2550 NW 72 AVE #210
Miami, FL 33122
305.591.0081

H9500009171

H9500009171

H9 500000 91 71

NAME:

ADDRESS:

RICARDO MONTELONGO

2550 N.W. 72ND AVENUE, SUITE #210
MIAMI, FL 33122

SECTION 9.00 NATURE OF BUSINESS.

SECTION 9.01 *To engage in every aspect and phase of the business of:
Any and all business which is not contrary to the laws of the United States of America and of the State of Florida.*

SECTION 9.02 *To manufacture, purchase, or otherwise acquire, and to own, mortgage, pledge, sell, assign, transfer, or otherwise dispose of, and to invest in, trade in, deal in and with, goods, wares, merchandise, real and personal property and services, of every class, kind and description; except that it is not to conduct a banking, safe deposit, trust, insurance, surety, express, railroad, canal, telegraph, telephone or cementary company, a building and loan association, mutual fire insurance association, cooperative association, fraternal benefit society, state fair or exposition.*

SECTION 9.03 *To conduct business in, have one or more offices in, and buy, hold, mortgage, sell convey, lease or otherwise dispose of real and personal property, including franchises, patents, copyrights, trademarks, and licenses, in the State of Florida and in all other states and countries.*

To Contract debts and borrow money, issue and sell or pledge bonds, debentures, notes and other evidences of indebtedness as required.

To purchase the corporate assets of any other corporation and engage in the same or other character of business.

To Guarantee, endorse, purchase, hold, sell, transfer, mortgage, pledge or otherwise acquire or dispose of the shares of the capital stock of, or any bonds, securities, of other evidence of indebtedness created by any other corporation of the State of Florida or any other states of governments, and while owner of such stock to exercise all the rights, powers and privileges of ownership, including the right to vote such stock.

SECTION 9.04 *Resident Agent the corporation in pursuance of charter 48.09 Florida Statutes has named. RICARDO MONTELONGO*

As its agent to accept services of process within this State.

SECTION 10.01 AMENDMENT. *These articles of incorporation may be amended in the manner provided by law. Every amendment shall be approved by the Board of Directors, proposed by them to the stockholders, and approved at a stockholder's meeting by a MAJORITY _____ of the stock entitled to vote thereon, unless all the directors and all the directors and all*

H9 500000 91 71

H95000009171

the Stockholders sign a written statement manifesting their intention that a certain amendment of these articles of incorporation be made.

SECTION 11.00 Registered OFFICE AND REGISTERED AGENT. The street address of its initial registered officer and the name of its registered agent is:

**RICARDO MONTELONGO
2550 N.W. 72ND AVENUE
SUITE #210
MIAMI, FL 33122**

I hereby accept to act in this capacity and agree to comply with the provision of said Act relative to keeping open said place By Ricardo Montelongo

In Witness Whereof, we have hereunto set our hand and seal and acknowledged to be filed in the office of the Secretary of State
The foregoing Certificate of Incorporation this

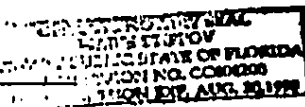
Ricardo Montelongo
INCORPORATOR

COUNTY OF DADE, STATE OF FLORIDA: I hereby certify that on this day before me a Notary Public duly authorized in the state and country named above to take acknowledgements, personally appeared, **RICARDO MONTELONGO**

to be known to me the persons described as subscribers in and who executed the foregoing articles of incorporation, and acknowledged before me that they subscribed to those articles of incorporation.

Witness my hand and official seal in the country and state named above this 19TH day of AUGUST of 1995.

Steven Stager
NOTARY PUBLIC



FILED
55 AUG 21 AM
TALLAHASSEE, FL
7

H95000009171