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ACE INDUSTRIES/PRINTING CORP KIT

P.01

3/21/96

TO: H98000004069
FROM: ACE INDUSTRIES, INC.
DEPARTMENT OF STATE
STATE OF FLORIDA
409 EAST GINER STREET
TALLAHASSEE, FL 32300

FAX: (904) 922-4000

MIAMI FL 33136-2890
CONTACT: LYNN FRIDMAN
PHONE: (305) 368-2571
FAX: (305) 368-7832

((H98000004069))

DOCUMENT TYPE: FLORIDA PROFIT CORPORATION OR P.A.

NAME: MERCEDES ROSS, INC.

FAX AUDIT NUMBER: H98000004069

DATE REQUESTED: 03/21/1996

CERTIFIED COPIES: 1

NUMBER OF PAGES: 3

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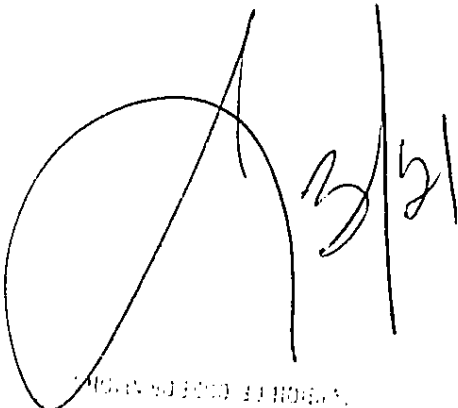
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**ARTICLES OF INCORPORATION
OF
MERCEDES ROS, INC.**

THIS IS TO CERTIFY, that we the undersigned do hereby associate ourselves
into a corporation pursuant to the provisions of the Laws of the State of Florida,
providing the formation of corporations for profit, and for the purposes and with the
powers hereinafter mentioned; and, to that end, we do by this Certificate set forth:

ARTICLE I. NAME

That the name of this corporation shall be:
MERCEDES ROS, INC.

ARTICLE III. NATURE OF BUSINESS

The primary nature of this corporation's business will be to provide bookkeeping
services and prepare tax returns,

This corporation may also engage or interact in any or all lawful activities or
business permitted under the laws of the United States, the State of Florida or any other
state, country, territory or nation.

ARTICLE III. CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to
have outstanding at any one time is 100 shares of common stock having a par value of
\$1.00 per share.

ARTICLE IV. INITIAL CAPITAL

That the amount of capital with this corporation will begin business shall be One
Hundred Dollars (\$100.00).

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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54 NW 11th Street
Miami, FL 33136
305-353-2571

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ARTICLE V. REGISTERED AGENT

The name of the initial registered agent of the corporation is Mercedes Abreu, whose address is at 17980 SW 210 Terrace, Miami, Florida 33187. I hereby am familiar with and accept the duties and responsibilities as registered agent for said corporation.

Mercedes Abreu
Mercedes Abreu

ARTICLE VI. TERM OF EXISTENCE

That the term for which this corporation shall exist shall be perpetual.

ARTICLE VII. ADDRESS

That the address of the principal office of the corporation in the State of Florida is:
17980 SW 210 Terrace, Miami, Florida 33187.

The Board of Directors may from this time to time move the principal office to any other address in Florida and it may have such other places of business in the State of Florida as the nature and progress of the business of the corporation shall from time to time render necessary or desirable. Said corporation shall have the power to conduct its business outside the State of Florida, or in any or all the states and territories of the United States, including the District of Columbia and in any or all foreign countries and may have one or more offices in any said places.

ARTICLE VII. DIRECTORS

That this corporation shall have one director initially. The number of directors may be increased or diminished from time to time by-laws adopted by the stockholders.

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ARTICLE IX. INITIAL DIRECTORS AND OFFICERS

That the name and address of the first Board of Directors and officers, whom are of full age and whom, subject to the by-laws of the corporation and the laws of the State of Florida, shall hold office for the first year of the corporations' existence, or until their successors are elected and have qualified, are as follows:

<u>NAME</u>	<u>ADDRESS</u>	<u>OFFICE</u>
Mercedes Abreu	17980 SW 210 Terrace Miami, Florida 33187	Pres/Vice Pres Sec/Treasurer

ARTICLE X. SUBSCRIBERS

Mercedes Abreu	17980 SW 210 Terrace Miami, Florida 33187	267-63-9911
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ARTICLE XI. AMENDMENTS

Those 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 the stockholders' meetings by majority of the stock entitled to vote thereon, unless all the directors and all the stockholders sign a written statement manifesting their intention that a certain amendment of these Articles of Incorporation made.

Mercedes Abreu
Mercedes Abreu

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