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((H96000008097))) ELECTRONIC FILING COVER SHEET
TO: DIVISION OF CORPORATIONS FROM: FAS-T CORP. AGENTS, INC.
DEPARTMENT OF STATE 8405 NW 53RD ST
STATE OF FLORIDA SUITE C-100
409 EAST GAINES STREET MIAMI FL 33166-
TALLAHASSEE, FL 32399 CONTACT: LIDIA FERNANDEZ
FAX: (904) 922-4000 PHONE: (305) 599-0839
FAX: (305) 592-9591

((H96000008097))) DOCUMENT TYPE: FLORIDA PROFIT CORPORATION OR P.A.
NAME: RODZ X & ASSOCIATES, INC.
FAX AUDIT NUMBER: H96000008097 CURRENT STATUS: REQUESTED
DATE REQUESTED: 06/10/1996 TIME REQUESTED: 13:59:49
CERTIFIED COPIES: 1 CERTIFICATE OF STATUS: 0
NUMBER OF PAGES: 3 METHOD OF DELIVERY: FAX
ESTIMATED CHARGE: \$122.50 ACCOUNT NUMBER: 071001002335

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DIVISION OF CORPORATIONS

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96 JUN 12 PM 12
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION
OF

RODE X & ASSOCIATES, INC.

We, the undersigned, hereby associate ourselves for the purpose of becoming a corporation under the laws of the State of Florida, and under the statute of the State of Florida, providing for the information, rights, privileges, immunities and liabilities of incorporating for profit, it is:

ARTICLE I

THE NAME OF THE CORPORATION SHALL BE:

RODE X & ASSOCIATES, INC.

ARTICLE II

The corporation shall engage in any activity or business permitted under the laws of the State of Florida and of the United States of America.

ARTICLE III

The maximum number of shares which the corporation is authorized to issue and have outstanding at any one time is 60 shares of common stocks, and which common stock shall be of no par value. All stock is to be issued as fully paid and exempt from assessment.

ARTICLE IV

The pledge, sales transfer or the other disposition of the capital stock may be governed and restricted by the by-laws or written agreement amongst the stockholders which shall be on file in the office of the corporation so named in Article VII herein. The By-Laws may provide for cumulative voting by stockholders at all elections of the directors of the corporation.

ARTICLE V

The amount of capital with which this corporation may begin business shall not be less than Five Hundred(\$500.00)Dollars.

ARTICLE VI

The existence of the corporation is perpetual.

ARTICLE VII

The initial post office address and principal offices of the corporation in the state of Florida shall be 22946 OXFORD PLACE
APT # D, BOCA RATON, FLORIDA 33433

ORLANDO ARJONA, P.A. (CPA)
4315 N.W. 7th Street
Suite # 39
Miami, FLORIDA 33126
(305) 442-8955

(1)

The Board of Directors may at any time move the principal offices to any other address within the State of Florida. The registered agent is: YOLANDA PENA RODRIGUEZ
 Address: 22946 OXFORD PLACE # D
BOCA RATON, FLORIDA 33433

ARTICLE VIII

The business of the corporation shall be managed by a Board of Directors consisting of not less than (2) nor more than (5) directors. A quorum for the holding of a meeting of the Board of Directors, and for the transfer of any business property carried out by the directors on behalf of the corporation, shall consist of a majority of the members thereof. But, the directors, by unanimous consent in writing, included in the minutes of the corporation, may consent to doing of any act and such consent in writing shall have the same force and effect as though a formal meeting had been held pursuant to call being duly made and as though the said act had been completed and authorized at a meeting at a meeting at which a quorum had been present, and/or such duties may be delegated to an "Executive Committee".

ARTICLE IX

The name and post office address of the members of the first Board of Directors and state of corporate officers are as follows:

<u>NAME</u>	<u>TITLE</u>	<u>ADDRESS</u>
YOLANDA PENA RODRIGUEZ	PRESIDENT / SECRETARY	22946 OXFORD PLACE # D BOCA RATON, FL 33433
NELSON RODRIGUEZ	VICE-PRESIDENT / TREASURY	22946 OXFORD PLACE # D BOCA RATON, FL 33433

ARTICLE X

The names and post office address of the subscribers of the Articles of Incorporation, and the number of shares of stock that they agree to take are as follows:

<u>NAME</u>	<u>ADDRESS</u>	<u>SHARES</u>	<u>CASH VALUE</u>
YOLANDA PENA RODRIGUEZ	22946 OXFORD PLACE APT # D BOCA RATON, FL 33433	30	NOT LESS THAN \$250.00
NELSON RODRIGUEZ	22946 OXFORD PLACE APT # D BOCA RATON, FL 33433	30	NOT LESS THAN \$500.00
		<u>60</u>	

(2)

ARTICLE XI

The stock of the corporation may be issued pursuant to the provisions under *1244 of the Internal Revenue Code in order for the stockholders of the corporation may receive the benefits thereunder.

IN WITNESS WHEREOF: We have hereunto set our hands seals this ____ days of _____, 19 96 .

 (SEAL)
YOLANDA PENA RODRIGUEZ

 (SEAL)
NELSON RODRIGUEZ

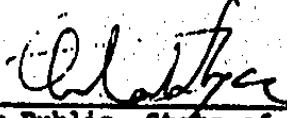
____ (SEAL)

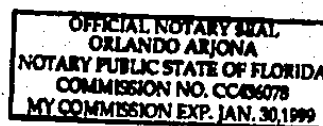
STATE OF FLORIDA

COUNTY OF DADE

I hereby certify that on this day personally appeared before me, an officer duly authorized to take acknowledgments and administer oaths in the State of Florida, YOLANDA PENA RODRIGUEZ & NELSON RODRIGUEZ, to me well known to be persons described in and who executed the foregoing Articles of Incorporation, and who acknowledged before me that they executed the same freely and voluntarily for the purpose therein expressed.

WITNESS: My hand and official seal this 10th days of JUNE 19 96, at Miami, county of DADE, state of Florida.


Notary Public, State of Florida at large
My commission Expires: January 30, 1999



(3)

STATE OF FLORIDA
DEPARTMENT OF STATE

Certificates Designating Place of Business or Domicile for the Service of Process Within this State, Naming Agent Upon whom Process May be Served and Names and Address of the officers and Directors.

The following is submitted, in compliance with Chapter 48.091, Florida Statutes: RODZ X & ASSOCIATES, INC.

a domestic corporation organized (or Organizing) under the laws of the State of FLORIDA within its principal office at

22946 OXFORD PLACE # D in the city of BOCA RATON
County of PALM BEACH State of FLORIDA
has named YOLANDA PENA RODRIGUEZ, located at 22946
OXFORD PLACE # D

(street address & number of Bldg., P.O.Box address not acceptable)
City of BOCA RATON, County of PALM BEACH
State of Florida, as its agent to accept service of process within this state.

OFFICERS:

NAME	TITLE	SPECIFIC ADDRESS
<u>YOLANDA PENA RODRIGUEZ</u>	<u>(P)</u>	<u>22946 OXFORD PLACE # D</u>
<u>YOLANDA PENA RODRIGUEZ</u>	<u>(S)</u>	<u>BOCA RATON, FL 33433</u>
<u>NELSON RODRIGUEZ</u>	<u>(T)</u>	<u>SAME AS ABOVE</u>
<u>NELSON RODRIGUEZ</u>	<u>(V-P)</u>	<u>SAME AS ABOVE</u>

DIRECTORS:

<u>YOLANDA PENA RODRIGUEZ</u>	<u>SAME AS ABOVE</u>
<u>NELSON RODRIGUEZ</u>	<u>SAME AS ABOVE</u>

By X (Corporate Officer)
NELSON RODRIGUEZ

ACCEPTANCE:

I agree as registered Agent to accept Service of Process: to keep office open during prescribed hours; to post my name (and any other officer of said Professional Association authorized to accept service of process at the above Florida designated address) In some conspicuous place in office as required by law.

Filing Fee: \$3.00

Yolanda Pena Rodriguez
(Registered Agent)
YOLANDA PENA RODRIGUEZ