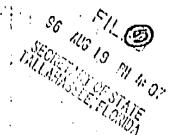


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### ARTICLES OF INCORPORATION

I, THE UNDERSIGNED, SUBSCRIBER TO THESE ARTICLES FOR THE FORMATION OF A CORPORATION UNDER THE LAWS OF THE STATE OF FLORIDA PURSUANT TO THE FLORIDA GENERAL CORPORATION ACT.

### ARTICLE I

### CORPORATE NAME

THE NAME OF THIS CORPORATION SHALL BE LACETED CORP.

#### ARTICLE II

# NATURE OF CORPORATE BUSINESS

THIS CORPORATION MAY ENGAGE IN ANY ACTIVITY OR BUSINESS PERMITTED UNDER THE LAWS OF THE UNITED STATES AND THE STATE OF FLORIDA.

### ARTICLE III

### CAPITAL STOCK

THIS CORPORATION SHALL BE AUTHORIZED TO HAVE A MAXIMUM OF FIVE HUNDRED (500) SHARES OF STOCKS OUTSTANDING AT ANY GIVEN TIME. THE SHARES OF STOCK AUTHORIZED SHALL HAVE A PAR VALUE OF ONE DOLLAR (\$1.00).

# ARTICLE IV

# INITIAL CAPITAL

THE AMOUNT OF CAPITAL WITH WHICH THIS CORPORATION SHALL BEGIN BUSINESS SHALL BE ONE MUNDRED 00/00 (\$100.00) DOLLARS.

### ARTICLE V

# DURATION AND BEGINNING OF CORPORATE EXISTENCE

THIS CORPORATION IS TO EXIST PERPETUALLY. THE CORPORATE EXISTENCE OF THIS CORPORATION SHALL BEGIN AT THE TIME OF PILING OF THESE ARTICLES OF INCORPORATION BY THE STATE OF FLORIDA.

CORDERO CPA ALFONSO CORDERO (305)599.4111 8005 NW 36 ST. Miami, FL 33160

# ARTICLE VI

PRINCIPAL OFFICE AND REGISTERED AGENT

THE INITIAL ADDRESS OF THE PRINCIPAL OFFICE OF THIS CORPORATION IN THE STATE OF FLORIDA IS:

1402 EW 92 COURT MIANI, FLORIDA 33174

THE BOARD OF DIRECTORS MAY FROM TIME TO TIME NOVE THE PRINCIPAL OFFICE OF THIS CORPORATION TO ANY OTHER ADDRESS IN FLORIDA. THE REGISTERED AGENT OF THIS CORPORATION SHALL BE!

LINA 2. VALERA-JIMENES 1402 SW 92 COURT MIAMI, PLORIDA 33174

ARTICLE VII

· DIRECTORS

THIS CORPORATION SHALL HAVE TWO DIRECTORS INITIALLY. THE HUNBER OF DIRECTORS HAY BE INCREASED, OR DIMINISHED, FROM TIME TO TIME, BY BY-LAWS ADOPTED BY THE STOCKSDIDERS.

### · ARTICLE VIII

THE NAME AND TITLE OF THE MEMBERS OF THE FIRST BOARD OF DIRECTORS AND THE STATE OF CORPORATE OFFICERS IS AS FOLLOWS:

NAME

TITLE

LINE Z. VALERA-JIMENEE

PRESIDENT

DIEGO J. JIMENEZ

SECRETARY TREASURER

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#### ARTICLE IX

### SUBSCRIBER

THE NAME AND ADDRESS OF THE SUBSCRIBER OF THESE ARTICLES OF INCORPORATION ARE AS FOLLOWS:

LINA S. VALERA-JINENES

1402 SW 92 COURT MIAMI, FLORIDA 33174

### ARTICLE X

#### PREEMPTIVE RIGHTS

SHOULD ANY STOCKHOLDER WISH TO DISPOSE OF HIS STOCK IT SHALL FIRST BE OFFERED TO THE REMAINING STOCKHOLDERS, AT A PRICE NO GREATER THAN A BONA-FIDE OFFER BY ANY THIRD PERSON, AND SAID SHALL BE AVAILABLE FOR A PERIOD OF MINETY (90) DAYS TO SUCK REMAINING STOCKHOLDERS. IN THE EVENT THAT ANY OF SAID STOCK IS NOT PURCHASED BY ANY OF THE REMAINING STOCKHOLDERS WITHIN MINETY (90) DAYS OF THE OFFER, SAID STOCK MAY THEN BE SOLD BY THE STOCKHOLDER TO A THIRD PERSON APPROVED BY THE OTHER SHAREHOLDERS.

### ARTICLE XI

### AMENDMENT

THESE ARTICLES OF INCORPORATION MAY BE AMENDED IN THE HANNER PROVIDED BY LAW. EVERY AMENDMENT SHALL BE APPROVED BY THE BOARD OF DIRECTORS, PROPOSED BY THEM TO THE STOCKHOLDERS AND APPROVED AT A STOCKHOLDERS MEETING BY A MAJORITY OF THE STOCK ENTITLED TO VOTE THEREON.

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### ARTICLE XII

THE STOCK OF THIS CORPORATION MAY BE ISSUED PURSUANT TO THE PROVISIONS OF SECTION 1244 OF THE INTERNAL REVENUE CORPORATION MAY RECEIVE THE BENEFITS PROVIDED THEREUNDER.

IN WITHESE WHEREOF, THE UNDERSIGNED INCORPORATOR HAS EXECUTED THESE ARTICLES OF INCORPORATION THE 19 DAY OF AUGUST, 1996.

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# ACKNOWLEDGHENT

HAVING BEEN NAMED ABOVE AS REGISTERED AGENT TO ACCEL! SERVICE OF PROCESS FOR THE ABOVE SLATED CORPORATION, AT PLAC! DESIGNATED IN THIS CERTIFICATE, I HEREBY ACCEPT TO ACT IN THE CAPACITY, AND AGREE TO COMPLY WITH THE PROVISION OF SAID ACT RELATIVE TO KEEPING OPEN SAID OFFICE.

LINA Z. VALERA-JIHENER