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TO: DIVISION OF CORPORATIONS

FAX #: (904)922-4001

FROM: YOLANDA M. CARRENO, INC.  
CONTACT: YOLANDA CARRENO  
PHONE: (305)554-4032

ACCT#: 072056002466

FAX #: (305)227-9813

NAME: D'ALEXEI, INC.

AUDIT NUMBER.....H96000012959

DOC TYPE.....FLORIDA PROFIT CORPORATION OR P.A.

CERT. OF STATUS...0

PAGES..... 5

CERT. COPIES.....1

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FLORIDA DEPARTMENT OF STATE  
Sandra B. Mortham  
Secretary of State

September 17, 1996

YOLANDA M. CARRENO, INC.

SUBJECT: D'ALEXEI, INC.  
REF: W96000019561

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

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.

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If you have any questions concerning the filing of your document, please call (904) 487-6933.

Dana Calloway  
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FAX Aud. #: H96000012959  
Letter Number: 296A00043076

09/17/96  
TALLAHASSEE, FLORIDA

FAX AUDIT NO.

P.02  
H960000129598

ARTICLES OF INCORPORATION  
OF  
D'ALEXEI, INC.

96 SEP 18 AM 10:1

12:12:12 PM  
12/12/12 PM

EFFECTIVE DATE

9.17.96

The undersigned, in order to form a corporation for the purposes hereinafter stated, by and under the provisions of the Status of the State of Florida, do hereby subscribe to these Articles of Incorporation.

ARTICLE I - NAME

The name of this corporation is: D'Alexei, Inc.

ARTICLE II - DURATION

This corporation shall have perpetual existence. The corporate existence commences at the date of execution and acknowledgment of these Articles on the 17th of September, 1996.

ARTICLE III - PURPOSE

This corporation is organized for the following purposes:

a) Of transacting any or all business permitted under the laws of the United States of America and the laws of the State of Florida.

b) To purchase, sell, lease, operate, own, hold, transfer, convey, mortgage, or otherwise encumber, trade, exchange, and generally deal in real estate and personal proper of every kind, nature, and description wheresoever located, both

Yolanda M. Carreno, Inc.  
12260 S. W. 8th St. #118  
Miami, Fl. 33184  
Phone (305) 554-4032

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FAX AUDIT NO.

H960000129598

tangible and intangible, and including those in action, either as owner, broker, agent or factor.

c) In the purchase or acquisition of property, business rights or franchise, or for additional working capital, or for any other objective in or about its business affairs, and without limit as to amount; to incur debts and to raise, borrow and secure the payment of money in any lawful manner, including the issue and sale of other disposition of bonds, evidence of indebtedness, whether secured by mortgage, pledge, deed of trust or otherwise. The corporation may issue its stock for any lawful purposes, including the acquisition of any other entity.

d) To engage in any or all lawful activity and to institute, participate in and promote commercial, mercantile, financial and industrial enterprises and operations, and for the purpose of transacting any or all lawful business.

#### ARTICLE IV - POWER

This corporation shall have all of the corporate powers enumerated in the Florida General Corporation Act.

#### ARTICLE V - CAPITAL STOCK

This corporation is authorized to issue 100 shares of common stock, at no par value which shall be designated as "common Stock".

ARTICLE VI - PREEMPTIVE RIGHTS

Every shareholder, upon the sale for cash of any new stock of this corporation shall have the right to purchase his prorata share thereof (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

ARTICLE VII - INITIAL REGISTERED OFFICE AND AGENT

The street and address of the initial registered office of this corporation is: 6630 S. W. 4th Street, Miami, Fl. 33144 and the name of the initial registered agent of this corporation at that address is: BETTY CUELLAR-GUINAGA

ARTICLE VIII - INITIAL BOARD OF DIRECTORS

This corporation shall have 2 director(s) initial. The number of director(s) may be either increased or diminished from time to time by the bylaws. The name(s) and address(es) of the initial director(s) of this corporation until the first annual meeting of shareholder(s) or until their successor(s) are elected and shall qualify is (are):

<u>NAME</u>	<u>ADDRESS</u>	
BETTY CUELLAR-GUINAGA	6630 S. W. 4th Street Miami, Fl. 33144	PRESIDENT & DIRECTOR
ALEXEI GUINAGA	6630 S.W. 4th Street Miami, Fl. 33144	SECRETARY & DIRECTOR

ARTICLE IX - INCORPORATORS

The name(s) and address(es) of the person(s) signing these Articles is (are):

<u>NAME</u>	<u>ADDRESS</u>	
BETTY CUELLAR-GUINAGA	6630 S. W. 4th Street Miami, Fl. 33144	50 SHARES
ALEXEI GUINAGA	6630 S. W. 4th Street Miami, Fl. 33144	50 SHARES



ARTICLE X - AMENDMENTS

This corporation reserves the right to mend re repeal any provisions contained in these Articles of Incorporation, or any amendment hereto, and any right conferred upon the shareholder(s) is (are) subject to this reservation.

ARTICLE XI - MAILING ADDRESS

The principal office and mailing address of this corporation is: 6630 S. W. 4th Street, Miami, Fl. 33144

IN WITNESS WHEREOF, the undersigned has (have) executed these Articles of Incorporation this 17th day of September, 19 96.

  
BETTY CUELLAR-GUINAGA  
  
ALEXEI GUINAGA

FILED

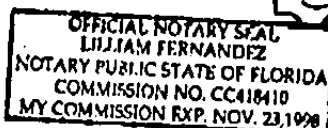
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STATE OF FLORIDA )  
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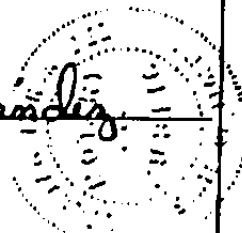
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BEFORE ME, a Notary Public authorized to take acknowledgments in the state and county set forth above, personally appeared: BETTY CUELLAR-GUINAGA and ALEXEI GUINAGA known to me and known to me to be the person(s) who executed the foregoing Articles of Incorporation, and they acknowledged before me that they executed those Articles of Incorporation.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal in the state and county aforesaid, this 17th day of September, 1996.



*William Fernandez*



HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR:  
 D'ALEXEI, INC. , AT THE PLACE  
 DESIGNATED IN THE FOREGOING ARTICLES OF INCORPORATION, I HEREBY  
 AGREE TO ACT IN THIS CAPACITY, AND I FURTHER AGREE TO COMPLY  
 WITH THE PROVISIONS OF ALL STATUTES RELATIVE TO THE PROPER AND  
 COMPLETE PERFORMANCE OF MY DUTIES.

DATE: September 17th, 1996

*Betty Guinaga*  
 RESIDENT AGENT  
 BETTY CUELLAR-GUINAGA

Yolanda M. Carrero, Inc.  
 12260 S. W. 8th St. #118  
 Miami, FL 33184  
 Phone (305) 554-4032

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