

SEP-25-1996 12:11

EMPIRE CORPORATE KIT

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((H96000013383 0)))

TO: DIVISION OF CORPORATIONS

FAX #: (904)922-4001

FROM: EMPIRE CORPORATE KIT COMPANY
CONTACT: RAY STORMONT
PHONE: (305)541-3694

ACCT#: 072450003255

FAX #: (305)541-3770

NAME: DELCO SERVICE, CORP.

AUDIT NUMBER.....H96000013383

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

CERT. OF STATUS..0

PAGES..... 6

CERT. COPIES.....1

DEL.METHOD.. FAX

EST.CHARGE.. \$122.50

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correction
9/25/96

W96-20202
9/26/96
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596A-4847

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

96 SEP 25 AM 7:54
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SEP-25-1996 12:31

EMPIRE CORPORATE KIT

P.02/07



FLORIDA DEPARTMENT OF STATE
Sandra B. Morham
Secretary of State

September 25, 1996

EMPIRE CORPORATE KIT COMPANY

MIAMI, FL

SUBJECT: DELCO SERVICE, CORP.
REF: W96000020202

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.

THE PREPARER'S STATEMENT IS ILLEGIBLE. PLEASE PRINT CLEARER AND ALSO PLEASE ADD THE TELEPHONE NUMBER TO IT.

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) 487-6678.

Terri Buckley
Corporate Specialist

FAX Aud. #: W96000013383
Letter Number: 696A00044119

SEP-25-1996 12:31

EMPIRE CORPORATE KIT

11 1400000/3383

CERTIFICATE OF INCORPORATION

**ARTICLES OF INCORPORATION
FOR**

DELCO SERVICE, CORP.

We the undersigned incorporator (s), for the purpose of forming a corporation under the Florida General Corporation Act, providing for the formation, liability, rights, privileges, and immunities of a corporation for profit, hereby adopt (a) the following Articles of Incorporation.

ARTICLE I

The name of the corporation shall be:

DELCO SERVICE, CORP.

ARTICLE II

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

ARTICLE III

The corporation is authorized to issue one hundred (100) shares of \$5.00 par value Common Stock, which shall be designated "Common Shares". Shares of Common Stock by both the president and vice-president. Stocks will have no value if not signed by the president and vice-president.

ARTICLE IV

The amount of capital with which this corporation will begin business shall not be less than Five hundred (\$500.00) dollars.

ARTICLE V

This corporation is to have perpetual existence.

Prepared by: Giovanni Castellanos
Accounting Services
1214 SW 2nd Street
Miami, FL 33131
305-642-7611

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TALLAHASSEE, FLORIDA

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ARTICLE VI

The principal office of this corporation shall be:

9520 SW 8TH STREET, SUITE 116
MIAMI, FL. 33174

ARTICLE VII

The number of the Board of Directors of the Corporation shall not be less than one person. The names and post office addresses of the First Board of Directors, who subject to the provisions of the Certificate of Incorporation, the By-laws and the Acts of Legislature, shall hold office for the Corporation, are:

NUMBERTO PATRICIO COLADO
9520 SW 8TH STREET SUITE 116
MIAMI, FLORIDA 33174

PRESIDENT

ROSARIO COLADO
9520 SW 8TH STREET SUITE 116
MIAMI, FLORIDA 33174

VICE-PRESIDENT,
SECRETARY

The Board of Directors will be able to utilize all powers granted them by law in order to direct the Corporation as they see fit.

ARTICLE VIII

The names and post office addresses of each shareholder and registered agent to the Certificate of Incorporation are as follows:

SHAREHOLDERS

2 OF SHARES

NUMBERTO PATRICIO COLADO
9520 SW 8TH STREET SUITE 116
MIAMI, FL. 33174
(305) 228-8735

50%

ROSARIO COLADO
9520 SW 8TH STREET SUITE 116
MIAMI, FL. 33174

50%

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ARTICLE IX

The Corporation shall have the right and power to, from time to time, determine whether and to what extent, at what time and places and under what conditions and regulations the accounting books of this Corporation, other than the stock book, or any of them, shall be open to the inspection of the stockholders, and no stockholders shall have any right of inspections of any account book or document of this Corporation, except as conferred by statute, unless authorized by resolution of the stockholders or Board of Directors. The Corporation, in it's By-laws confers power upon it's Board of Directors or Officers, in addition to the foregoing and in addition to the powers authorized and expressly conferred by Statute.

The Corporation reserves the rights to amend, alter, change or repeal any provisions contained in this Certificate of Incorporation in the manner now hereafter prescribed by statute, and all rights conferred upon the stockholders herein or granted subject to this reservation.

We, the undersigned, being each and all of the original subscribers to the capital stock herein above named for the purpose of forming a corporation for profit to do business both within and without the State of Florida, do hereby declaring and certifying that the facts herein stated are true, and so respectively agree to abide by the Articles as herein stated.

Subscribed at Miami, Dade County, Florida, this 19TH day of September of 1996.


HUMBERTO PATRICIO COLADO
ROSARIO COLADO

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EMPIRE CORPORATE KIT

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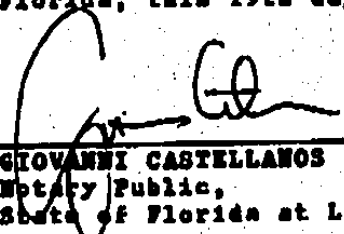
STATE OF FLORIDA)
) SS
COUNTY OF DADE)

Before me, the undersigned authority, duly authorized to
administer oaths and receive acknowledgments, personally
appeared

HUMBERTO PATRICIO COLADO, ROSARIO COLADO

who, after being duly sworn by me, depose and say that he
signed the above and foregoing Certificate of Incorporation
for the purposes therein set forth.

WITNESS my hand and official seal, at Miami, Dade County,
Florida, this 19th day of September of 1996.



GIOVANNI CASTELLANOS
Notary Public,
State of Florida at Large

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**CERTIFICATE AND ACKNOWLEDGMENT
OF REGISTERED AGENT
FOR SERVICE AND PROCESS WITHIN THE
STATE OF FLORIDA**

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96 SEP 25 AM 7:54
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Pursuant to Florida Statutes Sections 48.091 and 607.0501,
the following is submitted:

That : **DELCO SERVICE, CORP.**

is qualified to do business under the laws of the State of
Florida, with it's **REGISTERED OFFICE** at:

9520 SW 8TH STREET SUITE 116
MIAMI, FL. 33174

and has appointed: **HUMBERTO PATRICIO COLADO**

as it's agent to accept services of process within the State

ACKNOWLEDGMENT

Having been named as Registered Agent to accept service of
Process for the above stated Corporation at the place
designated in the Certificate, I hereby accept to act in this
capacity and agree to comply with the provisions of said Act
relative to keeping office said office.


HUMBERTO PATRICIO COLADO
Registered Agent

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