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EMPIRE CORPORATE KIT

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

ACCT#: 072450003255

FAX #: (305)541-3770

NAME: SOUTH MIAMI MOLE CORP.

AUDIT NUMBER.....H96000013921

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

CERT. OF STATUS..0

PAGES..... 4

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ARTICLES OF INCORPORATION

of

SOUTH MIAMI MOLE CORP.
(name of corporation)

The undersigned subscriber(s) to these Articles of Incorporation, natural person(s) competent to contract, hereby form a corporation under the laws of the State of Florida.

ARTICLE I - CORPORATE NAME

The name of the corporation is:

SOUTH MIAMI MOLE CORP.

ARTICLE II - DURATION

This corporation shall exist perpetually unless dissolved according to Florida law.

ARTICLE III - PURPOSE

The corporation is organized for the purpose of engaging in any activities or business permitted under the laws of the United States and the State of Florida.

ARTICLE IV - CAPITAL STOCK

The corporation is authorized to issue ~~Five Hundred~~ shares (500) of One dollar--
Dollar(s) (\$ 1.00---) par value Common Stock, which shall be designated "Common Stock."

ARTICLE V - INITIAL REGISTERED OFFICE AND AGENT

The principal office, if known, or the mailing address of the corporation is:

NAME	MOYSES J. PEREIRA		
ADDRESS	9001 S.W. 77 Ave. #C703		
CITY	Miami	FLORIDA	ZIP 33156

The name and street address of the Initial Registered Agent of this Corporation is:

NAME	MOYSES J. PEREIRA		
ADDRESS	9001 S.W. 77 Ave. #C703		
CITY	Miami	FLORIDA	ZIP 33156

ARTICLE VI - INITIAL BOARD OF DIRECTORS

This corporation shall have two (2) directors initially. The number of directors may be either increased or diminished from time to time by the By-Laws, but shall never be less than one (1). The names and addresses of the initial director(s) of the corporation are as follows:

NAME	MOYSES J. PEREIRA		
ADDRESS	9001 S.W. 77 Ave. #C703		
CITY	Miami	STATE Florida	ZIP 33156
NAME	ANA PEREIRA		
ADDRESS	9001 S.W. 77 Ave. #C703		
CITY	Miami	STATE Florida	ZIP 33156

Preparer: Lazaro Toyos Accountant

7278 SW 8th St.

Miami, FL 33144

(305) 266-6493

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 STATE OF FLORIDA

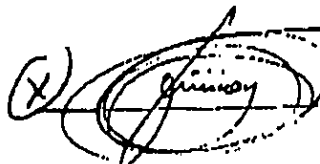
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 TALLAHASSEE, FLORIDA

ARTICLE VII - INCORPORATORS

The names and addresses of the incorporators signing these Articles of Incorporation are as follows:

NAME	MOYSES J. PEREIRA		
ADDRESS	9001 S.W. 77 Ave. #C703		
CITY	Miami	STATE	FL ZIP 33156
NAME			
ADDRESS			
CITY		STATE	ZIP
NAME			
ADDRESS			
CITY		STATE	ZIP

IN WITNESS WHEREOF, the undersigned subscriber(s) have executed these Articles of Incorporation this 2nd day of October, 1996.

(X)  (Seal)

(Seal)

(Seal)

STATE OF FLORIDA)
COUNTY OF _____) SS

before me, a Notary Public authorized to take acknowledgements in the State and County set forth above, personally appeared

known to me and known to be the person(s) who executed the foregoing Articles of Incorporation, and who acknowledged before me that _____ executed these Articles of Incorporation.

IN WITNESS WHEREOF, I have hereunto affixed my hand and seal, in the State and County aforesaid, this _____ day of _____, 19____.

(Notary Seal)

(Notary Public, State of Florida at Large)

My Commission expires _____

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CERTIFICATE AND ACKNOWLEDGEMENT
OF REGISTERED AGENT

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CERTIFICATE OF REGISTERED AGENT

OF

SOUTH MIAMI MOLE CORP.

(name of corporation)

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Pursuant to Florida Statutes Sections 489.01 and 487.0501, the following is submitted:

The above corporation, desiring to organize under the laws of the State of Florida with
its registered office as indicated in the Articles of Incorporationat 2001 S.W. 77 Ave. Apt. C703Miami, FL 33156has named MOYSES J. PEREIRAlocated at the aforesaid address, as its Registered Agent to accept service of process
within this state.

ACKNOWLEDGEMENT

Having been named as Registered Agent to accept service of process for the above
stated corporation at the place designated in this certificate, and being familiar with
the obligations of that position, I hereby accept to act in this capacity, and agree to
comply with the provisions of Florida Law in keeping open said office.
(registered agent)

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