

LAW OFFICES

Anthony Carbone, P.A.
ATTORNEYS AND COUNSELLORS AT LAW

P96000087296

October 4, 1996

Florida Department of State
Secretary of State
Division of Corporations
P.O. Box 6327
Tallahassee, Florida 32301

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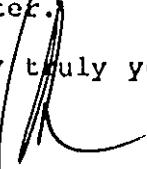
RE: MONDRAGON INVESTMENTS, INC.

Dear Sirs:

Enclosed please find original and one copy of Articles of Incorporation for the above named Florida Corporation. Also enclosed is my check in the amount of \$122.50, representing payment of the filing fee, certified copy fee and registered agent fee.

Once you have filed same, please forward a copy this office. Thanking you in advance for your prompt attention to this matter.

Very truly yours,


ANTHONY P. CARBONE, ESQ.

APC/dd
Encls.

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SAC
10/23/96

STATE
NATION'S

ARTICLES OF INCORPORATION

OF

MONDRAGON INVESTMENTS, INC.

The undersigned, subscribers to these Articles of Incorporation, each a natural person competent to contract, hereby associate themselves together to form a corporation under the Laws of the State of Florida.

ARTICLE I. CORPORATE NAME

The name of this corporation is:

MONDRAGON INVESTMENTS, INC.

ARTICLE II. NATURE OF BUSINESS

The corporation shall have the unlimited power to engage in any activity or business permitted under the Laws of The United States of America and of the State of Florida.

ARTICLE III. CAPITAL STOCK

The maximum number of shares of stock that this corporation shall have the authority to issue is 1,000 shares of Common Stock, having a par value of \$ 1.00 each.

ARTICLE IV. TERM OF EXISTENCE.

The Corporation is to exist perpetually.

ARTICLE V. REGISTERED AGENT AND INITIAL REGISTERED OFFICE

The Registered Agent and the street address of the initial
Registered Office of this Corporation in the State of Florida shall be:

SONIA MONDRAGON
1526 71 STREET
MIAMI BEACH, FLORIDA 33141

The Board of Directors from time to time may move the Registered Office to any other address in the State of Florida.

ARTICLE VI. BOARD OF DIRECTORS

This Corporation shall have a director initially. The number of directors may be increased or diminished from time to time by Bylaws adopted by the stockholders, but shall never be less than one.

ARTICLE VII. INITIAL DIRECTOR

The name of the initial director of this Corporation and street address

SONIA MONDRAGON
1526 71 STREET
MIAMI BEACH, FLORIDA 33141

The person named as initial director shall hold office for the first year of existence of this Corporation or until her successor elected or appointed and as qualified, whichever occurs first.

ARTICLE VIII. INCORPORATOR

The name and street address of the person signing these Articles of Incorporation as the Incorporator is:

SONIA MONDRAGON
1526 71st STREET
MIAMI BEACH, FLORIDA 33141

ARTICLE IX. AMENDMENT

These Articles of Incorporation may be amended in the manner 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 at least a majority of the stock entitled to vote, unless all of the directors and all of the stockholders sign a written statement manifesting their intention that a certain amendment of these Articles of Incorporation be made.

IN WITNESS WHEREOF, the undersigned subscriber has executed
these Articles of Incorporation, this

Sonia Mondragon

STATE OF FLORIDA)

COUNTY OF DADE)

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

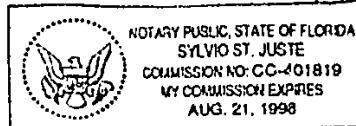
SONIA MONDRAGON

known to me to be the person described in and who executed the foregoing
Articles of Incorporation, and acknowledged before me that
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 *15th day of Oct. 1996.*

S. Just
NOTARY PUBLIC - STATE OF FLORIDA

My commission expires:



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In compliance with Section 48.091, Florida Statutes, the following is submitted:

That MONDRAGON INVESTMENTS, INC.

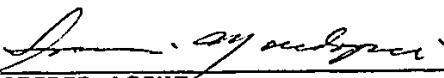
desiring to organize under the laws of the State of Florida, with its principle office, indicated in the Articles of Incorporation, at 1526 71st STREET, MIAMI, FLORIDA 33141

has named: SONIA MONDRAGON
1526 71st STREET
MIAMI BEACH, FLORIDA 33141

as its Agent to accept service of process.

ACKNOWLEDGEMENT:

Having been named to accept service of process for the above-named Corporation, at the place designated in this certificate, the undersigned agrees to act in this capacity, and agrees to comply with the provisions of Florida law relative to keeping the designated office open.



REGISTERED AGENT