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FLORIDA DIVISION OF CORPORATIONS

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TO: DIVISION OF CORPORATIONS

FAX #: (305) 22-4001

FROM: EMPIRE CORPORATE KIT COMPANY

ACCT#: 07245000255

CONTACT: RAY STORMONT

PHONE: (305) 541-3694

FAX #: (305) 541-3770

NAME: LAW OFFICES OF PEDRO GUERRERO, P.A.

AUDIT NUMBER.....H96000015928

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

CERT. OF STATUS..0

PAGES..... 4

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TALLAHASSEE, FLORIDA

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ARTICLES OF INCORPORATION

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ARTICLE I - Name

The name of this corporation is Law Offices of Pedro Guerrero, P.A.

ARTICLE II - Principal Office

The mailing address of this corporation shall be: 5847 S.W. 6th Street
Miami, FL 33144

ARTICLE III - Purpose

This corporation is organized for the purpose of practicing civil and criminal law in the State of Florida pursuant to the laws of the State of Florida.

ARTICLE IV - Capital Stock

This corporation is authorized to issue 100 shares of \$.10 par value common stock which shall be designated as "Common Shares".

ARTICLES V - Initial Registered Agent

The street address of the registered office of this corporation is 5847 S.W. 6th Street, Miami, Florida 33144 and the name of the registered agent of this corporation at that address is Pedro Guerrero, Esq.

ARTICLE VI - Board of Directors

The Corporation shall initially have one Director to hold office until the first annual meeting of stockholders and their successors shall have been duly elected and qualified, or until their earlier resignation, removal from office or death. The number of Directors may be either increased or decreased from time to time in accordance with the By-laws of the Corporation. The name and address of the initial Director is:

Pedro Guerrero
5847 S.W. 6th Street
Miami, Florida 33144

Cesar R. Sordo, Esq.
2903 Salzedo Street
Coral Gables, FL 33134
Fla Bar No. 947946
(305) 446-7990

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ARTICLE VII - Incorporator

The name and address of the Incorporator signing these Articles is:

Cesar R. Sordo, Esq.
2903 Salzedo Street
Coral Gables, FL 33134

ARTICLE VIII - Pre-emptive 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 IX - Indemnification

The corporation shall indemnify any Officer or Director, or any former Officer or Director, to the full extent permitted by law.

ARTICLE X - Amendment

This corporation reserves the right to amend or repeal any provision contained in these Articles of Incorporation, or any amendment hereto, and any right conferred upon the shareholders is subject to this reservation.

IN WITNESS WHEREOF, the undersigned Incorporator has executed these Articles of Incorporation on the date of the signing.

Dated: November 12th, 1996

Cesar R. Sordo, Esq.



Incorporator

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Certificate designated place of business or domicile for the service of process within Florida, naming agent upon whom process may be served.

In compliance with Section 607.0501, Florida Statutes, the following is submitted:

First that The Law Offices of Pedro Guerrero, P.A., desiring to organize or qualify under the laws of the State of Florida, has named Pedro Guerrero, Esq. located at 5847 S.W. 6th Street in Miami, Florida as its agent to accept service of process within Florida.

Dated: November 12th, 1996


Cesar R. Sordo, Esq.
Fla Bar No. 947946

Having been named to accept service of process for the above stated Corporation, at the place designated in this certificate, I hereby agree to act in this capacity. I further agree to comply with the provisions of all Statutes relative to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.

Dated: November 12th, 1996


Pedro Guerrero, Esq.

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