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CERTIFICATE(S) REQUESTED: NO ESTIMATED CHARGE \$70.00

IF THE ABOVE INFORMATION IS CORRECT, AND YOU WOULD LIKE TO HAVE THE ACCOUNT CHARGED, PLEASE ENTER YOUR PASSWORD. TO ABANDON THIS PROCESS, ENTER 'N'.

ENTER SELECTION AND CORPORATION
CORPORATIONS
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((H96000016438 9)))

TO DIVISION OF CORPORATIONS

FROM: FILINGS, INC.

CONTACT: TERESA ROMAN PHONE: (904)385-6735

FAX #: (904)922-4001

ACCT#: 072720000101

FAX #:

NAME: REGALADO AND ASSOCIATES, INC. AUDIT NUMBER.....H96000016438 DOC
TYPE.....FLORIDA PROFIT CORPORATION OR P.A. CERT. OF STATUS..0
PAGES..... 3 CERT. COPIES.....0
EST. CHARGE... \$70.00 NOTE: PLEASE PRINT THIS PAGE AND USE IT AS A COVER SHEET.
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TALLAHASSEE, FLORIDA

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION

OF

REGALADO AND ASSOCIATES, INC.

The undersigned incorporator(s), for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopt(s) the following Articles of Incorporation.

ARTICLE I NAME

The name of the corporation shall be:

REGALADO AND ASSOCIATES, INC.

ARTICLE II PRINCIPAL OFFICE

The principal place of business and mailing address of this corporation shall be:

3742 S.W. 8 STREET, STE. 202
MIAMI, FL 33136

ARTICLE III SHARES

The number of shares of stock that this corporation is authorized to have outstanding at any one time is:

100 shares @ \$1.00 PAR VALUE

ARTICLE IV INITIAL REGISTERED AGENT AND STREET ADDRESS

The name and address of the initial registered agent is:

NANCY REGALADO
9235 S.W. 75 STREET
MIAMI, FL 33173

MARITZA REGALADO - CSQ?
BAR# 936944

2742 SW 8 TH ST # 202
MIAMI, FLORIDA. 33135
(305) 643-5050

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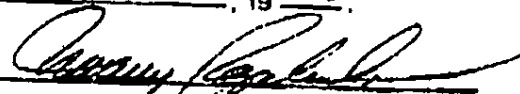
ARTICLE V INCORPORATOR(S)

The name(s) and street address(es) of the Incorporator(s) to these Articles of Incorporation is(are).

NANCY REGALADO
9235 N.W. 75 Street
MIAMI, FLORIDA 33173

The undersigned incorporator(s) has(have) executed these Articles of Incorporation this

19th day of November, 19 96.



Signature

Signature

Signature

Articles of Incorporation
Filing Fee - \$35

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

**CERTIFICATE OF DESIGNATION
REGISTERED AGENT/REGISTERED OFFICE**

Pursuant to the provisions of sections 807.0501 or 817.0501, Florida Statutes, the undersigned corporation, organized under the laws of the State of Florida, submits the following statement in designating the registered officer/registered agent, in the State of Florida.

1. The name of the corporation is: REGALADO AND ASSOCIATES, INC.

2. The name and address of the registered agent and office is:

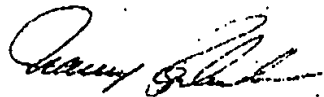
NANCY REGALADO,
(NAME)

2742 S.W. 8th, Ste. 202
(P.O. BOX NOT ACCEPTABLE)

MIAMI, FL 33135
(CITY/STATE/ZIP)

HAVING BEEN NAMED AS REGISTERED AGENT AND TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY ACCEPT THE APPOINTMENT AS REGISTERED AGENT AND AGREE TO ACT IN THIS CAPACITY. I FURTHER AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATING TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES, AND I AM FAMILIAR WITH AND ACCEPT THE OBLIGATIONS OF MY POSITION AS REGISTERED AGENT.

SIGNATURE



DATE: 11/19/96

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