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TO: DIVISION OF CORPORATIONS

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NAME: CARMEN MORRIS & ASSOCIATES, INC.
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ARTICLES OF INCORPORATION
OF
CARMEN MORRIS & ASSOCIATES, INC.

The undersigned subscribers to these Articles of Incorporation, natural persons competent to contract, hereby form a Corporation under the State of Florida.

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ARTICLE I

The name of the corporation is CARMEN MORRIS & ASSOCIATES, INC.

ARTICLE II
DURATION AND BEGINNING OF CORPORATE EXISTENCE

The corporation shall exist perpetually. The Corporate existence shall commence as of filing of the Articles of Incorporation.

ARTICLE III

The corporation is organized for the purpose of transacting any and all lawful business.

ARTICLE IV
CAPITAL STOCK

The corporation is organized to have outstanding one class of stock designated as common stock. The maximum number of shares of common stock which the corporation is authorized to have outstanding is 100 shares of common stock at \$1.00 par value per share.

Filed by: Pamela B Watson, CPA

WATSON & COMPANY, P.A.

The Chasyn Building

20401 N.W. 2nd Ave.

Suite 300

Miami, FL 33169

(305) 653-8865

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Holders of common stocks are entitled to vote on all questions required by law on the basis of one vote per share and there shall be no cumulative voting. Holders of common stock shall not have preemptive rights to subscribe to the corporation's securities.

ARTICLE V

CARMEN MORRIS & ASSOCIATES, INC., has named Carmen Morris 15074 SW 127th Court, Miami, Florida 33186 as the initial Registered Agent to accept service of process within Florida. The principal place of business of the corporation in the State of Florida is 15074 SW 127th Court, Miami, Florida 33186.

ARTICLE VI

INITIAL BOARD OF DIRECTORS

The corporation shall have one director. The number of directors may be increased or decreased from time to time in the manner provided in the bylaws of the Corporation. The name and street address of the initial Director is:

CARMEN MORRIS 15074 SW 127th Court, Miami, Fl 33186

ARTICLE VII

INCORPORATION

The name and address of the incorporator of these articles of Incorporation is Carmen Morris of 15074 SW 127th Court, Miami, Florida 33186.

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ARTICLE VIII

BYLAWS

The power to adopt, alter, amend or repeal bylaws shall be vested in the Board of Directors and the Shareholders.

ARTICLE IX

INDEMNIFICATION

The corporation shall indemnify to the full extent permitted by law, the incorporator, any officer, director, employee, or agent of the Corporation, or any person who at the request of the corporation is or was serving as a director, officer, employee, or agent of another corporation partnership, joint venture, trust or other enterprise.

ARTICLE X

AMENDMENT

This corporation reserves the right to amend or repeal any prior provisions contained in these Articles of Incorporation or any amendment thereto.

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation, the 22nd day of Oct. 1996.



CARMEN MORRIS
FOR CARMEN MORRIS & ASSOCIATES, INC.

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CERTIFICATE DESIGNATING REGISTERED AGENT AND PLACE OF BUSINESS OR DOMICILE FOR THE SERVICE OF PROCESS WITHIN FLORIDA, AND ACCEPTANCE OF AGENT UPON WHOM PROCESS MAY BE SERVED.

In compliance with Sections 48.091 and 607.034, Florida Statutes the following is submitted:

FIRST that CARMEN MORRIS & ASSOCIATES, INC., is desiring to organize or qualify under the laws of the State of Florida with its principal place of business at 15074 SW 127th Court, Miami, Florida 33186, has named Carmen Morris of 15074 SW 127th Court, Miami Florida 331860 as its Registered Agent to accept service of process within Florida.

ACKNOWLEDGEMENT

Having been named to accept service of process for the above stated corporation, at place designated in this certificate, I hereby agree to act in this capacity, and I further agree to comply with the provisions of all statutes relative to the proper performance of my duties.

Dated this 22nd day of October, 1996.

BY: 
CARMEN MORRIS
Registered Agent

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TALLAHASSEE

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