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CORPORATION(S) NAME

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Acknowledgment

W.P. Varifier

Empire Toll Free: 1-800-432-3028

ARTICLES OF INCORPORATION

OF

JOVENES EN PROGRESO SERVICES, CORP.

THE UNDERSIGNED, has executed the following document incorporator of the above named corporation, a corporation organized under the laws of the State of Florida, and all rights duties and obligations of the undersigned as incorporator, and those of the corporation, are to be determined in accordance with the laws of the State of Florida.

ARTICLE I

The name of this corporation shall be:

JOVENES EN PROGRESO SERVICES, CORP.

ARTICLE II

This corporation shall commence existence upon the filing of these Articles of Incorporation by the Department of State, State of Florida, and shall have perpetual existence.

ARTICLE III

The principal place of business and mailing address of this corporation shall be:161 NW 85th. Street
NMB, Fl. 33150

ARTICLE IV

The general nature of the business and objects and purposes proposed to be transacted and carried on by this corporation are to do any and all of the things herein mentioned, as fully and to the same extent as natural persons might do, viz:

Transact any and all lawful business.

(2) Said corporation shall further have powers:

To have perpetual succession by its corporate name;

To sue and be sued, complain, and defend in its corporate name in all actions or proceedings;

To have a corporate seal, which may be altered at pleasure, and to use the same by causing it, or a facsimile thereof, to be impressed, affixed, or in any other manner reproduced;

To purchase, take, receive, lease, or otherwise acquire, own, hold, improve, use, and otherwise deal in and with real or personal property or any interest therein, wherever situated;

To sell, convey, mortgage, pledge, create a security interest in, lease, exchange, transfer, and otherwise dispose of all or any part of its property and assets;

To lend money to, and use its credit to assist, its officers and employees in accordance with Florida Statute S607.141;

To purchase, take, receive, subscribe for, or otherwise acquire, own, hold, vote, use, employ, sell, mortgage, lend, pledge, or otherwise dispose of, and otherwise use and deal in and with, shares or other interests in, or obligations of, other domestic or foreign corporations, associations, partnerships, or individuals, or direct or indirect obligations of the United States or of any other government, state, territory, governmental district, or municipality or of any instrumentality thereof;

To make contracts and guarantees and incur liabilities, borrow money at such rates of interest as the corporation may determine, issue its notes, bonds, and other obligations, and secure any of its obligations by mortgage or pledge of all or any of its property, franchises, and income;

To lend money for its corporate purposes, invest and reinvest its funds, and take and hold real and personal property as security of the payment of funds so loaned or invested;

To conduct its business, carry on its operations, and have offices and exercise the powers granted by this act within or without this state;

To elect or appoint officers and agents of the corporation and define their duties and fix their compensation.

To make and alter bylaws, not inconsistent with its articles of incorporation or with the laws of this state, for the administration;

To make donations for the public welfare or for charitable, scientific, or educational purposes;

To transact any and all lawful business which the board of directors shall find will be in aid of governmental policy;

To pay pensions and establish pension plans, profit sharing plans, stock bonus plans, stock option plans, and other incentive plans for any or all of its directors, officers, and employees and for any or all of the directors, officers, and employees of its subsidiaries;

To be a promoter, incorporator, partner, member, associate, or manager of any corporation, partnership, joint venture, trust, or other enterprise;

To have and exercise all powers necessary of convenient to effect its purposes;

To indemnify any person who by reason of the fact that he is or was a director, officer, employee or agent of the corporation to the full extent as permitted by Florida Statue S607.014;

ARTICLE V

The aggregate number of shares which this corporation shall have authority to issue is the total sum of 100 shares, having an individual par value of \$1.00 (ea)

Unless otherwise sated in these articles, or in an amendment to these articles, there shall be only one (1) class of stock of this corporation.

ARTICLE VI

The name and street address of the initial Registered Agent of this corporation shall be:

William: Betancur 161 NW 85th St. NMB, Fl. 33150

ARTICLE VII

The initial board of Directors shall consist of a total of 2 person(s) and the name and address of the person(s) who is to serve as an initial director(s) is:

William Betancor, President/ 161 NW 85th St.

Director NMB, F1. 33150

Juan P. Rivera, Treasurer/ 161 NW 85th St.

Secretary NMB, Fl. 33150

Idalfonso Acosta Vice-Pres. 161 NW 85th. St. NMB, F1. 33150

ARTICLE VIII

The name and address of the incorporator executing these Articles of Incorporation is:

William Betancur 161 NW 85th. Street NMB , F1. 33150

The undersigned has executed these Articles of Incorporation this Seventh dayof December ,19 96 .

Incorporator William Betancur



CERTIFICATE OF DESIGNATION REGISTERED AGENT/REGISTERED OFFICE

Pursuant to the provisions of section 607.0501, Florida Statutes, the undersigned corporation, organized under the laws of the State of Florida, submits the following statement in designating the registered office/registered agent, in the state of Florida.

Jovenes en Progreso Services, Corp.
(Name of Corporation) desiring to organize under the laws of the State of Florida
(Florida) with its principal office, as indicated in the articles of incorporation has named <u>William Betancur</u>
(Name of Registered Agent) located at 161 NW 85th. Street, NMB, F1. 33150
City of Miami County of Dade (City) (County)
State of Florida, as its agent to accept service of process within

State of Florida, as its agent to accept service of process within this sate.

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

Registered Agent

William Betancur

FOR OFFICIAL USE
DATE

TO:
DEPARTMENT OF STATE

FOR OFFICIAL USE
DATE

OCCUPANT OF STATE

FOR OFFICIAL USE
DATE

NUMBER

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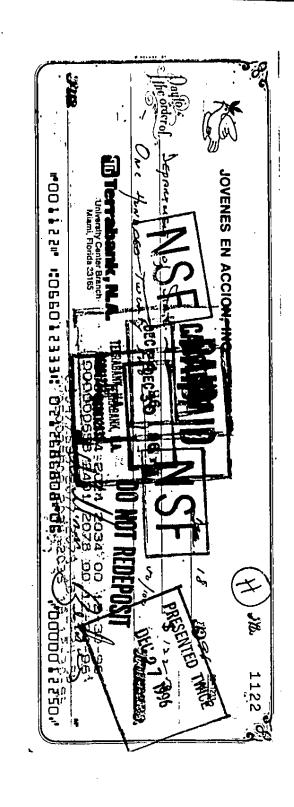
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GRAND TOTAL:

Process Date: 01/02/97

The above named fund(s) has been reduced by the amount of this check(s) under authority of Section 215.34, F.S.

Recised A



DEPT OF STATE 4500453 FOR DEPOSIT DALY -12/28/96--01011--016 -----****122.50

DO NOT WRITE, STAMP OR SIGN BELOW THIS LINE RESERVED FOR LINA, SACIRGIDATE STORE &



FLORIDA DEPARTMENT OF STATE Sandra B. Mortham Secretary of State

January 22, 1997

Joyenes En Progreso Services, Corp. 161 NW 85th St. North Miami Beach, FL 33150

SUBJECT: JOVENES EN PROGRESO SERVICES, CORP. Ref. Number: P96000102554

Debit Memo #: 72365-H

This is to inform you that your check #1122 dated December 18, 1996 in the amount of \$122.50 and submitted for JOVENES EN PROGRESO SERVICES, CORP. has been returned to us by your bank because of Nonsufficient Funds.

We request that you remit a cashier's check or money order in amount of \$137.50 made payable to the Department of State. This amount will cover the unpaid check and the service fee required by law under section 215.34, Florida Statutes.

When sending the cashiers check or money order, please indicate the debit memo number and that it is a replacement for the returned check mentioned above.

Please note: The documents filed in this office with the returned check will be cancelled unless a replacement check is received within 30 days from the date of this letter. Send the replacement check to:

Division of Corporations Attn: Melinda Lilliston P.O. Box 6327 Taliahassee, FL 32314

If you have any questions concerning the returned check, please call (904) 487-6900.

Sincerely, Melinda Lilliston Administrative Assistant I Division of Corporations

Letter number: 597A00002984



FLORIDA DEPARTMENT OF STATE Sandra B. Mortham Secretary of State

February 27, 1997

Joyenes En Progreso Services, Corp. 161 NW 85th St. North Miami Beach, FL 33150

SUBJECT: JOVENES EN PROGRESO SERVICES, CORP. Ref. Number: P9600010C554

Debit Memo #: 72365-H

Due to your failure to respond to our previous letter advising you of the returned check #1122, the Articles of Incorporation for JOVENES EN PROGRESO SERVICES, CORP. have been cancelled and are considered not filed as of February 27, 1997.

The name of your corporation is now available for use.

If you have any questions concerning the returned check, please call (904) 487-6900.

Sincerely
Melinda Lilliston
Administrative Assistant I
Division of Corporations

Letter number: 497A00010337



FLORIDA DEPARTMENT OF STATE Sandra B. Mortham

June 16, 1997

P96000102554

Mr. William Betancur JOVENES EN PROGRESO SERVICES CORP. 161 nw 85TH St. North Miami Beach, Fl. 33150-2644

Dear Mr. Betancur,

Only

This letter will be my second and final notice concerning the corporation JOVENES EN PROGRESO SERVICES CORP.

The articles of incorporation for the corporate entity mentioned were cancelled on the records of this office due a return check #1122 in the amount of \$122.50. (Copies enclosed)

The Division of Corporations is in receipt of your 97 Annual Report and check in the amount of \$165.00, but the report cannot be filed until your corporate status has been made active. If you wish to reactivate the articles of incorporation, please submit a check in the amount of \$137.50 to the following address:

Division of Corporations Attn: Melinda Lilliston 409 E. Gaines St. Tallahassee, Florida 32399

If you have any questions concerning this matter you may reach me at (904) 467-6900. Please Note: if a response is not received within 30 days from the date of this letter your 97 Annual Report will be considered abandoned and a refund will be processed.

Sincerely,

Museunda Lieuten

(Mrs.) Melinda Lilliston
Administrative Assistant II
Division of Corporations
/ml
Enclosure