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EMPIRE CORPORATE KIT

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TO: DIVISION OF CORPORATIONS

FAX #: (904)922-4001

FROM: EMPIRE CORPORATE KIT COMPANY

ACCT#: 072450003255

CONTACT: RAY STORMONT

PHONE: (305)541-3694

FAX #: (305)541-3770

NAME: ABOVE ACTION SPECIALTY SERVICES, INC.

AUDIT NUMBER.....H97000001438

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

CERT. OF STATUS..0

PAGES..... 6

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JAN-24-1997 14:29

EMPIRE CORPORATE KIT

P.02/06

H97000001438

January 22, 1997

Secretary of State  
P.O. Box 6327  
Division of Corporations  
The Capital  
Tallahassee, FL 32314

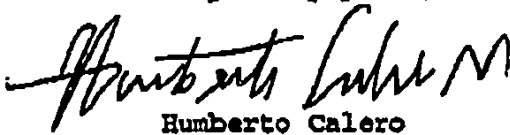
RE: Incorporation Documents

Dear Sir:

Enclosed for filing is an executed copy of the Articles of Incorporation and an executed copy of the registered agent's written acceptance of his appointment as registered agent Above Action Specialty Services, Inc.

Please forward to me a copy of the documents showing the appropriate "Filed" and the time, day, month and year.

Very truly yours,



Humberto Calero

H97000001438

ARTICLES OF INCORPORATION OF  
H97000001438 Above Action Specialty Services, Inc.

The undersigned subscribes to these Articles of Incorporation, natural person, competent to contract, does hereby form a corporation for profit under the laws of the State of Florida. Corporate existence shall begin upon acceptance of these Articles. This corporation is to be a Small Business Corporation as defined in Section 1244 Subdivision (c)(2) of the Internal Revenue Code.

ARTICLE I. Name. The name of the corporation is  
Above Action Specialty Services, Inc.

ARTICLE II. Term of Existence. This corporation shall have perpetual existence.

ARTICLE III. Nature of Business. This corporation may engage in any activity or business permitted under the laws of the United States and of this State.

ARTICLE IV. Capital Stock. This corporation is authorized to issue 1000 shares with \$1.00 par value.

ARTICLE V. Voting Rights. Except as otherwise provided by law, the entire voting power for the election of Directors and for all other purposes shall be vested exclusively in the holders of the outstanding common shares.

ARTICLE VI. Preemptive Rights. Every shareholder upon the sale for cash of any new stock of this corporation of the same kind, class or series as that which he already holds, shall have the right to purchase his pro-rate share thereof (as nearly as may be done without issuance of fractional

shares) at the price at which it is offered to other  
Prepared By: David Hernandez  
210 University Dr. #502  
Coral Springs, FL 33071  
954-346-7288

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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ARTICLE VII. Initial Registered Office and Agent. The street address of the initial registered office of this corporation is: 8457A NW 61st Street, Miami, FL, 33165 and the name of the initial registered agent of this corporation at that address is Humberto Calero.

ARTICLE VIII. Initial Board of Directors. The corporation shall have 1 Director(s) initially. The number of Directors may be either increased or diminished from time to time by the by-laws but never be less than one. The name and address of the initial Directors of this corporation is:

Humberto Calero  
8457A NW 61st Street  
Miami, FL 33165

ARTICLE IX. Officers. The initial officers of the corporation will be: Humberto Calero, President, Treasurer and Secretary.

ARTICLE X. Incorporator. The person signing these Articles of Incorporation has the following name and address:

Humberto Calero  
8457A NW 61st Street  
Miami, FL 33165

ARTICLE XI. By-Laws. The power to adopt, alter, amend or re-peal by-laws shall be vested in the Board of Directors and the shareholders.

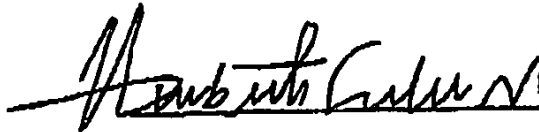
ARTICLE XII. Amendment. The corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment thereto, and any right conferred upon the shareholders is subject to this reservation.

ARTICLE XIII. The Street address of the Principal place of business is: 8457A NW 61st Street, Miami, FL, 33165.

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IN WITNESS WHEREOF, the undersigned subscriber has  
executed these Articles of Incorporation this 22nd day of  
January, 1997.

 (SEAL)

STATE OF FLORIDA

COUNTY OF BROWARD

BEFORE ME, the undersigned authority, personally  
appeared, Humberto Calero, known to be and known by  
me to be the person who executed the foregoing Articles  
of Incorporation and he acknowledged before me that he  
executed the same for the use and purposes therein expressed.

WITNESS my hand and official seal this 22nd day of  
January, 1997.

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NOTARY PUBLIC

My Commission Expires: \_\_\_\_\_

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CONSENT TO APPOINTMENT AS REGISTERED AGENT

TO: Secretary of State State of Florida Division of  
Corporations Department of State Tallahassee, FL 32304

I, Humberto Calero, do hereby consent to serve as  
registered agent for the Corporation, Above Action Specialty  
Services, Inc. this day of 22nd day of January, 1997.

  
Humberto Calero

Address of registered agent:

8457A NW 61st Street  
Miami, FL 33165

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