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O: 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: JORGE A. RODRIGUEZ & ASSOCIATES, P.A.

AUDIT NUMBER.....H97000003293

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

CERT. OF STATUS..0

PAGES..... 5

CERT. COPIES.....0

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Handwritten signature and date: 2/25/97

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ARTICLES OF INCORPORATION
OF

Jorge A. Rodriguez & Associates, P.A.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned incorporator(s), for the purpose of forming a Professional Service Corporation under Chapter 621 of the Florida Statutes, hereby adopt(s) the following Articles of Incorporation.

ARTICLE I NAME

The name of the corporation shall be:

Jorge A. Rodriguez & Associates, P.A.

ARTICLE II PRINCIPAL OFFICE

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

7721 S.W. 62nd Avenue, Suite 201
SD. Miami, Florida 33143

ARTICLE III PURPOSE

The purpose of this corporation shall be:

Certified Public Accounting Firm

ARTICLE IV CAPITAL STOCK

The number of shares of stock that this corporation is authorized to have outstanding at any one time is: 100 shares having an individual par value of \$1.00

Prepared By: Jorge A. Rodriguez, C.P.A.
7721 SW 62nd Avenue #201
Miami, FL 33143
305-994-0556

H 97000007207
P.02/05

EMPIRE CORPORATE KIT

FEB-25-1997 15:40

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ARTICLE V INITIAL REGISTERED AGENT AND ADDRESS

The name and address of the initial registered agent is:

Jorge A. Rodriguez
11256 S.W. 153 Court
Miami, Florida 33196

ARTICLE VI BOARD OF DIRECTOR(S)

The name and address of the initial board of directors shall be:

Jorge A. Rodriguez
11256 SW 153 Court
Miami, Florida 33196

ARTICLE VII OFFICER(S)

The name, title and address of the officers of this corporation shall be:

Jorge A. Rodriguez, President
11256 SW 153 Court
Miami, Florida 33196

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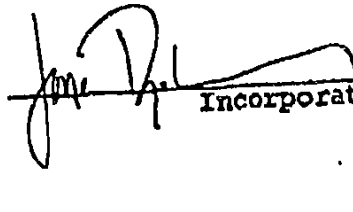
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ARTICLE VIII INCORPORATOR(S)

The name and address of the incorporator(s) to these Articles of Incorporation shall be:

Jorge A. Rodriguez
11256 S.W. 153 Court
Miami, Florida 33196

The undersigned has (have) executed these Articles of Incorporation
this 1 day of January, 1997.

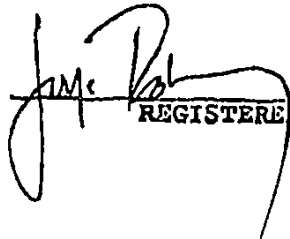

Incorporator

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CERTIFICATE OF DESIGNATION
REGISTERED AGENT/REGISTERED OFFICE

HAVING BEEN NAMED AS REGISTERED AGENT AND TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION AT THE PLACE DESIGNATED IN THE ARTICLES OF INCORPORATION, 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.


REGISTERED AGENT

FILED
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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