

P97000038063

AW REICP
TARA G. INTRIAGO
400 S. E. 8th Street
Fort Lauderdale, Florida 33316

(954)764-6661
FAX (954)764-5874

Tara G. Intrigo, Esq.

April 25, 1997

Corporate Records Bureau
Division of Corporations
Department of State
Post Office Box 6327
Tallahassee, Florida 32301

000002156970--2
-04/28/97--01111--020
****122.50 ****122.50

Re: Articles of Incorporation - City System Corp.

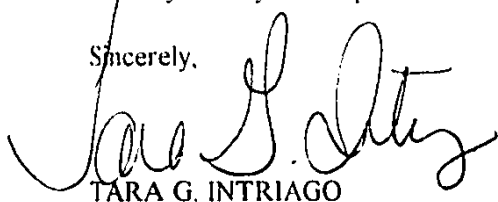
Ladies/Gentlemen

Enclosed is the original and one (1) copy of the Articles of Incorporation for the above referenced corporation, together with our check in the amount of \$122.50 representing the filing fee thereon.

Please file the original Articles and return a certified copy to our office in the self-addressed, postage-paid envelope provided.

Thank you for your cooperation and assistance in this matter.

Sincerely,



TARA G. INTRIAGO

TGI/cc
Enclosures

97 APR 28 PM 12:37

4/29/97

ARTICLES OF INCORPORATION

OF

CITY SYSTEM CORP.

FILED
CLERK OF STATE
CORPORATIONS
97 APR 22 PM 12:37

The undersigned, LUIS CASTILLO, acknowledges and files in the Office of the Secretary of State of the State of Florida for the purpose of forming a corporation for profit, in accordance with the laws of the State of Florida, these Articles of Incorporation, as by law provided.

ARTICLE I

NAME:

The name of this corporation shall be:

CITY SYSTEM CORP.

ARTICLE II

PRINCIPAL OFFICE:

The principal place of business and mailing address of this corporation shall be: 7812 N. W. 39th Court, Coral Springs, FL 33065.

ARTICLE III

The general nature of the business and businesses to be transacted are as follows:

To transact any and all lawful business for which corporations may be incorporated under the laws of the State of Florida or the United States.

Without in any way limiting any of the objects and powers of the corporation. It is expressly declared and provided that the corporation, to carry on its business, or for the purpose of publishing any of the objects hereinabove mentioned

shall have the power to make and perform contracts of any kind and description to do any and all other acts and things, and to exercise any and all other power, either as principal, agent or broker conferred by the laws of the State of Florida upon corporations formed under the laws of said state and which now or here after may be authorized by law:

ARTICLE IV

SHARES:

The authorized capital stock of this corporation shall consist of One Thousand (1,000) shares of common stock, One Dollar (\$1.00) par value.

ARTICLE V

EXISTENCE:

The corporation shall have perpetual existence.

ARTICLE VI

REGISTERED OFFICE AND REGISTERED AGENT:

The initial street address of the corporation's initial Registered Office is 7812 N. W. 39th Court, Coral Springs, FL 33065.

The initial Registered Agent for the corporation is LUIS CASTILLO located at the initial address of the corporation.

ARTICLE VII

DIRECTORS:

The corporation shall have not less than one Director, as provided by the By-Laws. Directors shall hold office for one year, or until their successors have been duly elected and qualified.

ARTICLE VIII

FIRST BOARD:

The following shall constitute the First Board of Directors of the corporation:

President	Arturo Luna	7812 N.W. 39th Court Coral Springs, FL 33065
Vice President	Luis Castillo	7812 N.W. 39th Court Coral Springs, FL 33065
Treasurer	Miguel Angel Duran V	7812 N.W. 39th Court Coral Springs, FL 33065
Co-Director	Maria Elan Diaz Fuentes	7812 N.W. 39th Court Coral Springs, FL 33065
Co-Director	Isaias Duran Villamil	7812 N.W. 39th Court Coral Springs, FL 33065
Co-Director	Alexandra Castillo	7812 N.W. 39th Court Coral Springs, FL 33065

INCORPORATOR:

The name and address of the initial Incorporator of the corporation is as follows:

Luis Castillo	7812 N.W. 39th Court Coral Springs, FL 33065
---------------	---

ARTICLE IX


GENERAL PROVISION:

- (a) The private property of the Stockholder shall not be subject to the payment of any corporate debts to any extent whatsoever.
- (b) Subject to the provisions and conditions of the article, the corporation shall have full power and lawful authority to accept property, labor and

services in payment for shares of its Capital stock in lieu of cash, at a just value to be fixed by its Board of Directors.

- (c) A Director of the corporation may transact business, borrow, lend, or otherwise deal or contract with the corporation to the full extent and subject only to the limitations and provisions of the law of the State of Florida and the laws of the United States.
- (d) The corporation shall indemnify each Director and Officer of the corporation against all or any portion of any expense reasonably incurred by him in connection with arising out of any action, suit or proceeding in which he may be involved, by reason of his being or having been an Officer or Director of the corporation (whether or not he continues to be an Officer or Director at the time of incurring such expense), to the full extent permitted by and subject only to the limitations and provisions of the laws of the State of Florida and laws of the United States.
- (e) All share holders of the corporation shall be vested with full preemptive rights.

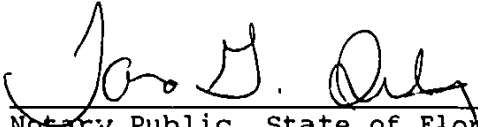
Subscribed at Fort Lauderdale, Florida, this 25 day
of April, 1997.



LUIS CASTILLO
Incorporator

STATE OF FLORIDA)
) ss.
COUNTY OF BROWARD)

The foregoing Articles of Incorporation were
acknowledge before me this 25 day of April, 1997, by LUIS
CASTILLO.



Notary Public, State of Florida
My commission expires:




TARA G INTRIAGO
My Commission CC457810
Expires May. 01, 1999
Bonded by HAI
800-422-1555

CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE
SERVICE OF PROCESS WITHIN FLORIDA
NAMING AGENT UPON WHOM PROCESS MAY BE SERVED

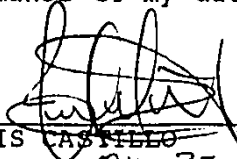
In compliance with Section 48.091, Florida Statutes,
the following is submitted in compliance with said Act:

That CITY SYSTEM CORP., desiring to organize or qualify
under the laws of the State of Florida, with its principal place
of business at 7812 N.W. 39th Court, Coral Springs, FL 33065, and
has named LUIS CASTILLO, located at 7812 N.W. 39th Court, Coral
Springs, FL 33065 as its registered agent to accept service of
process within Florida.



LUIS CASTILLO
Title: Incorporator
Date: 04-25, 1997

Having been named to accept service of process for the
above stated corporation, at the 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 and complete performance of my duties.



LUIS CASTILLO
Date: 04-25, 1997

97 APR 29 PM 12:37