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TRANSMITTAL LETTER

FILED

97 APR 30 PM 3:46

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FLORIDA DEPT OF STATE
DIVISION OF CORPORATIONS
P O BOX 6327
TALLAHASSEE FL 32314

ULTIMATE TOUCH OF CLASS, INC.

SUBJECT: _____
(Proposed Corporate name)

Enclosed is an original and one (1) copy of the articles of incorporation and a check
for: \$122.50 (Filing Fee and Certified Copy)

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-04/30/97--01052--006
****122.50 ****122.50

FRANCISCO ALMENDARES

FROM: _____
Name

2772 WEST 79TH ST

Address

HIALEAH, FL 33016

City, State & Zip

(305) 826-1997

Daytime Telephone number

Francisco Almendares
7 A address
5/1/97

ARTICLES OF INCORPORATION

OF

ULTIMATE TOUCH OF CLASS, INC.

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CLERK OF DISTRICT COURT
TALLAHASSEE, FLORIDA

The undersigned subscriber to these Articles of Incorporation, natural persons competent to contract, hereby organize and incorporate a corporation under the laws of the State of Florida.

ARTICLE I
NAME

The name of the corporation is: **ULTIMATE TOUCH OF CLASS,**
INC.

ARTICLE II
NATURE OF BUSINESS

The corporation will engage in any activity of business permitted under the laws of the United States or of this State.

ARTICLE III
CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is 60 shares of common stock with no par value.

ARTICLE IV
INITIAL CAPITAL

The amount of capital with which this corporation will begin business is more than **FIVE HUNDRED (\$500.00) DOLLARS.**

ARTICLE V
BEGINNING OF CORPORATE EXISTENCE

The date of corporate existence shall be the time of filing of these Articles of Incorporation.

ARTICLE VI
TERM OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE VII
ADDRESS

The initial post office address of the principal office of this corporation in the State of Florida is:

2772 West 79th St.
Hialeah Fl. 33016

The Board of Directors may from time to time move the principal office to any other address.

ARTICLE VIII
DIRECTORS

This corporation shall have 1 director initially. The number of directors may be increased or diminished from time to time by By-Laws adopted by the stockholders, but there shall be at least 1 director.

To the extent permitted by law, the corporation shall indemnify and hold harmless each person serving as a director or officer of the corporation, and each person who serves at the request of the corporation as a director or officer of any other corporation, from and against any and all claims and liabilities to which such person shall become subject by reason of his being a director or officer of the corporation, or by reason of any action alleged to have been taken or omitted by him in as a director or officer. The corporation shall reimburse each such person for all costs, legal and other expenses reasonably incurred by him in connection with any claim or liability as to which it shall be adjusted that such officer or director is liable to the extent permitted by law.

The rights accruing to any person under the foregoing provisions shall not exclude any other right to which he may be lawfully entitled, nor shall anything therein contained restrict the right of the corporation to indemnify or reimburse such person in any proper case even though not specifically provided for therein.

No contract or other transaction between this corporation and any other firm or corporation, and no act of this corporation shall in any way be affected or invalidated by the fact that any of the directors of the corporation are pecuniarily or otherwise be interested in, or are directors or officers of such firm or corporation, provided that the fact that he is so interested shall be disclosed or shall have been known to the Board of Directors or such members thereof as shall be present at any meeting of the Board at which action upon any such corporation, or is so interested, may be counted in determining the existence of a quorum at any meeting of the Board of Directors of the corporation which shall authorize any such contract or transaction, and may vote thereat to authorize any such contract or transaction, with the like force and effect as if he were not a director or officer of such other corporation or not so interested.

ARTICLE IX
INITIAL DIRECTORS

The name and post office address of the initial director of the corporation is:

FRANCISCO ALMENDARES
2772 W 79th St
Hialeah FL 33016

ARTICLE X
INITIAL SUBSCRIBERS

The name and post office address of the subscribers to these Articles of Incorporation are:

FRANCISCO ALMENDARES
2772 W 79th St
Hialeah FL 33016

ARTICLE XI
REGISTERED OFFICE AND REGISTERED AGENT

These Articles of Incorporation may be amended in the manner provided by law. Every amendment shall be approved by the Board of Directors, proposed by it to the stockholders, and approved at the stockholders meeting by a majority of the stock entitled to vote thereon, unless all the directors and all the stockholders sign a written statement manifesting their intention that a certain amendment of these Articles of Incorporation be made.

IN WITNESS WHEREOF, the undersigned has hereunto set his hand and seal and have acknowledged and filed in the office of the Secretary of State of Florida as subscribers of the foregoing Articles of Incorporation, this 20th day of March 1997.


_____(Seal)
FRANCISCO ALMENDARES

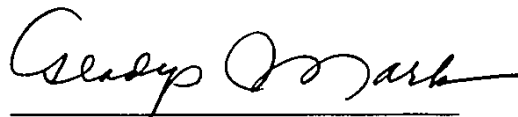
STATE OF FLORIDA)

) ss:

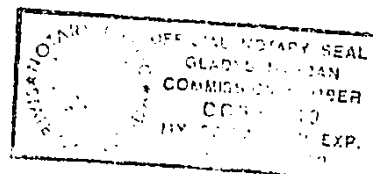
COUNTY OF DADE)

I HEREBY CERTIFY that on this day before me, a Notary Public duly authorized in the State and County named above to take acknowledgements, personally appeared **FRANCISCO ALMENDARES** who is personally known to me and who executed the Articles of Incorporation and acknowledged before me that he executed the same for the purposes therein expressed.

WITNESS my hand and official seal at Hialeah, Dade County, Florida, this 20TH day of March 1997, A.D.



NOTARY PUBLIC
STATE OF FLORIDA AT LARGE



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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

CERTIFICATE OF RESIDENT AGENT

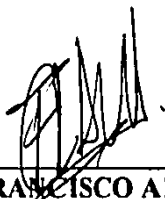
OF

ULTIMATE TOUCH OF CLASS, INC.

In pursuance of Chapter 48..091 of Florida Statutes the following is submitted in compliance with said Act. That **ULTIMATE TOUCH OF CLASS, INC.**, is desiring to organize under the laws of the State of Florida with its principal office as indicated in the Articles of Incorporation at Miami, Dade County, Florida, has named **FRANCISCO ALMENDARES** agent to accept service of process with this State.

ACKNOWLEDGEMENT

Having been named to accept service of process for the above stated corporation at place designated in this Certificate, I hereby accept to Act in this capacity and agree to comply with the provision of said act relative to keeping open said office.



FRANCISCO ALMENDARES

REGISTERED OFFICE Address: 2772 W 79th St.
Hialeah, Fl. 33016