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TO: DIVISION OF CORPORATIONS FAX #: (850) 922-4001
FROM: EMPIRE CORPORATE KIT COMPANY ACCT#: 072450003255
CONTACT: RAY STORMONT
PHONE: (305) 541-3694 FAX #: (305) 541-3770

NAME: JULIUS J. PEDRO, INC.
AUDIT NUMBER.....H97000010975
DOC TYPE.....FLORIDA PROFIT CORPORATION OR P.A.
CERT. OF STATUS..0 PAGES..... 6
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ARTICLES OF INCORPORATION
OF
JULIUS J. PEDRO, INC.

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FILED
TALLAHASSEE, FLORIDA

ARTICLE I- NAME

The name of this corporation shall be: JULIUS J. PEDRO, INC.

Its business shall be carried on at 2130 S.W. 94TH Terr. #304 Ft. Lauderdale, FL 33324. Its principal office shall be at 2130 S.W. 94TH Terr. #304 Ft. Lauderdale, FL 33324.

ARTICLE II-PURPOSE

This corporation is organized for the purpose of transacting any or all lawful business permitted under the laws of the United States and the State of Florida.

ARTICLE III-DURATION

This corporation shall have perpetual existence commencing on the date of this filing of these Articles with the Department of State.

ARTICLE IV-CAPITAL STOCK

This corporation is authorized to issue par value common stock as described below, and none other:

Maximum number of shares 10,000

Par Value per share \$.10

PREPARED BY:

Gloria G. Stern
GLORIA G. STERN, ESQ.
C/O PAT SHUB
700 S.E. 3RD. AVE. #404
FT. LAUDERDALE, FL 33316
(954) 452-3848
FLORIDA BAR NO: 0794848

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ARTICLE V-INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this corporation is Gloria G. Stern Esq., c/o Pat Shub, Esq. 700 S.E. 3rd Ave. #404, Ft. Lauderdale, FL 33318 and the name of the initial registered agent of this corporation at this address is Gloria G. Stern.

ARTICLE VI-INITIAL BOARD OF DIRECTORS

This corporation shall have one director constituting the initial Board of Directors. The number of directors may be either increased or decreased from time to time by the bylaws; however there shall never be less than one Director nor more than five. The Board of Directors shall be elected at the annual meeting of the Stockholders of this Corporation, which meeting shall be held at such time as shall be provided by the By-Laws. They shall hold office until their successors are elected or appointed and have qualified, unless otherwise provided by the By-Laws.

The name and address of the Initial Board of Directors of the corporation are:

Julius J. Pedro, President **2130 S.W. 94th Terr. #304**
 Ft. Lauderdale, FL 33324

ARTICLE VI-INCORPORATORS

The name and address of the person signing these Articles of Incorporation
is as follows:

Julius J. Pedro, President 2130 S.W. 94th Terr. #304
Ft Lauderdale, FL 33324

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ARTICLE VIII-AMENDMENT

This corporation reserves the right to amend or repeal any provision contained in these Articles of Incorporation, or any amendment thereto, by a majority vote of the Board of Directors, and any right conferred upon the shareholders is subject to this reservation.

ARTICLE IX-INDEMNIFICATION

The corporation shall indemnify any Officer or Director or any former officer or director, to the full extent permitted by law.

ARTICLE X-PRE-EMPTIVE RIGHTS

Every shareholder, upon the sale for cause of any new stock of this corporation, shall have the right to purchase his prorata share thereof (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

IN WITNESS WHEREOF, the undersigned has executed these Articles of Incorporation this day 2 of July, 1997.



JULIUS J. PEDRO, Pres.

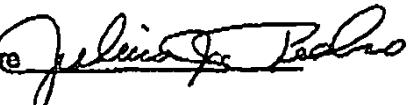
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**CERTIFICATE DESIGNATING
REGISTERED AGENT/REGISTERED OFFICE**

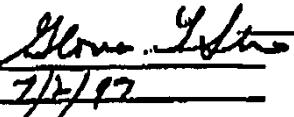
Pursuant to the provisions of Section 607.325, Florida Statutes, the undersigned corporation, organized under the laws of the State of Florida, submits the following statement in designating the registered office/registered agent, in the State of Florida.

1. The name of the corporation is: JULIUS J. PEDRO, INC.
2. The name and address of the registered agent and office is:
GLORIA G. STERN, c/o Pat Shub 700 S.E. 3rd Ave. #404, Ft. Lauderdale, FL 33316.

Signature 

Title President
Date 7/2/97

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 proper and complete performance of my duties, and I accept the duties and obligations of Section 607.325 Florida Statutes.

Signature 
Date 7/2/97

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STATE OF FLORIDA

COUNTY OF BROWARD

Before me, a Notary Public authorized to take acknowledgments in the State and County set forth above, personally appeared JULIUS J. PEDRO, President, 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 those Articles of Incorporation.

IN WITNESS WHEREOF, I have set my hand and seal in the State and County above, this 2 day of July, 1997.



Gloria Stern
GLORIA STERN,
NOTARY PUBLIC State of Florida

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