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FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
97 JUL 14 AM 11:56

July 8th, 1997

Department of State
Division of Corporations
409 E. Gaines Street
Tallahassee, Florida, 32301

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***122.50 ***122.50

SUBJECT: ALL-ART CORPORATION

Enclosed please find an original and one (1) copy of the articles of incorporation for the above corporation and check in the amount of \$122.50.

FROM: OLGA MARIA GRANADO
8851 N.W. 119TH STREET
HALEAH GARDENS, FLORIDA, 33018
PHONE: (305) 826-2362

* Please send Certified Copy.

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**ARTICLES OF INCORPORATION
OF
ALL-ART CORPORATION**

ARTICLE I NAME

The name of the corporation shall be: *ALL-ART CORPORATION*

ARTICLE II PRINCIPAL OFFICE

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

8851 N.W. 119th Street Apt. 2106, Hialeah Gardens, FL, 33018

The general nature of the business to be transacted is to engage in any activity or business permitted under the laws of the United States and of the State of Florida. The main activity will be construction, re-construction, exterior decoration and painting.

ARTICLE III CAPITAL STOCK

The number of shares that this corporation is authorize to have outstanding at any one time shall be One Hundred (100) shares common stock having a par value of One Dollar (\$1.00) per share.

ARTICLE IV INITIAL REGISTERED AGENT AND ADDRESS

The name and address of the initial registered agent is:

Olga Maria Granado
ADDRESS: 8851 N.W. 119th Street Apt. 2106, Hialeah Gardens, Florida, 33018

ARTICLE V INCORPORATOR(S)

The name and street and address of the incorporator(s) to these Articles of Incorporation is (are):

(a) Pedro Arturo Granado
8851 N.W. 119th Street #2106, Hialeah Gardens, Florida, 33018

(b) Olga Maria Granado
8851 N.W. 119th Street #2106, Hialeah Gardens, Florida, 33018

ARTICLE VI CORPORATE EXISTENCE

The Corporation is to have a perpetual existence.

ARTICLE VII INITIAL CAPITAL

The amount of capital with which the corporation will begin business shall not be less than (\$300).

ARTICLE VIII NUMBER OF DIRECTORS

The number of directors of the corporation shall be set from time to time by the By Laws, but shall be at least one (1).

ARTICLE IX FIRST BOARD OF DIRECTORS

The name and street address of the member of the first board of director of the corporation is as follows:

- (a) Pedro Arturo Granado, President
8851 N.W. 119th Street Apt. 2106, Hialeah Gardens, Florida, 33016
- (b) Olga Maria Granado, Secretary
8851 N.W. 119th Street Apt. 2106, Hialeah Gardens, Florida, 33018.

ARTICLE X SUBSCRIBERS

The names and addresses of the subscribers of these Articles of Incorporation is:

- (a) Pedro Arturo Granado
8851 N.W. 119th Street Apt. 2106, Miami, Florida, 33018
- (b) Olga Maria Granado
8851 N.W. 119th Street, Apt. 2106 Hialeah Gardens, Florida, 33018.

ARTICLE XI AMENDMENTS

The corporation reserves the right to amend, alter, change or repeal any provision in these Articles of Incorporation in the manner prescribed by law, and all rights conferred on shareholders are subject to this reservation.

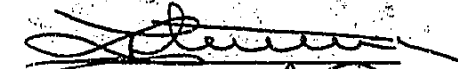
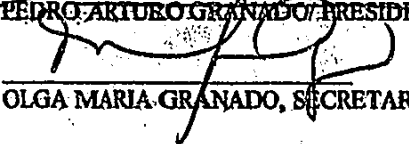
ARTICLE XII BY LAWS

The corporation's board of directors is specifically authorized from time to time to adopt bylaws, not inconsistent herewith or with shareholder agreements, restraining the alienation of shares of stock of this corporation and providing for the purchase or redemption by the corporation of its shares of stock.

ARTICLE XIII INDEMNIFICATION

To the full extent permitted by law, the corporation shall indemnify each person made or threatened to be made a party to any threatened, pending or completed action, suit or proceeding, whether civil, criminal, administrative or investigative (including one in the right of the corporation to procure a judgment in its favor) by reason of the fact that he, or his testator or intestate, is or was a director, officer, employee or agent of the corporation or served any other corporation, partnership, joint venture, trust or other enterprise in any capacity, at the request of the corporation.

The undersigned has (have) executed these Articles of Incorporation this 2nd day of July, 1997.

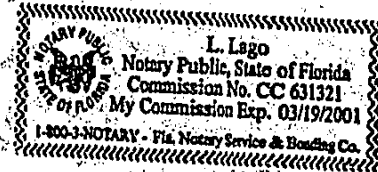

PEDRO ARTURO GRANADO, PRESIDENT

OLGA MARIA GRANADO, SECRETARY

STATE OF FLORIDA)
COUNTY OF DADE)

I HEREBY CERTIFY that on this day, before me, an officer duly authorized in the State aforesaid to take acknowledgments, personally appeared Pedro Arturo Granado and Olga Maria Medina, to me known to be the persons described in and who executed the foregoing instrument and they acknowledged before me that they executed the same.

WITNESS my hand and official seal in Miami, Dade County, Florida, this 2nd day of July, 1997


Lidalia Lago
Notary Public
State of Florida



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**CERTIFICATE OF DESIGNATION
REGISTERED AGENT/REGISTERED OFFICE**

Pursuant to the provisions of section 607.0501, 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:

ALL-ART CORPORATION

2. The name and address of the registered agent and office is:

OLGA MARIA GRANADO
8851 N.W. 119th Street Apt. 2106
Hialeah Gardens Florida, 33018


PEDRO ARTURO GRANADO, President

DATE: July 2nd, 1997

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


OLGA MARIA GRANADO

DATE: July 2nd 1997