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((H97000011881 4))

TO: DIVISION OF CORPORATIONS

FAX #: (850)922-4001

FROM: EMPIRE CORPORATE KIT COMPANY  
CONTACT: RAY STORMONT  
PHONE: (305)541-3694

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FAX #: (305)541-3770

NAME: ALVARO CAPITAL, INC.

AUDIT NUMBER.....H97000011881

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

CERT. OF STATUS..0

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TALLAHASSEE, FLORIDA

P. CHAMBER

JUL 22 1997

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**ARTICLES OF INCORPORATION**

**OF**

**ALVARO CAPITAL, INC.**

The undersigned hereby presents these Articles for the formation of a corporation under the laws of the State of Florida.

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**ARTICLE I**

**CORPORATE NAME**

The name of this corporation is Alvaro Capital, Inc. The principal place of business and mailing address for the corporation is: 212 N.E. 23rd Avenue, Apartment B, Pompano Beach, Florida 33062.

**ARTICLE II**

**PURPOSE**

The general purpose or purposes for which the corporation is initially organized shall be to engage in the transaction of any or all lawful business for which corporations may be incorporated under Chapter 607 of the Florida General Corporation Act; and the corporation shall have the power to take all action and do all things necessary and proper to carry out the foregoing purposes.

This instrument prepared by:  
William H. Batallas, Esq.  
3990 Sheridan Street, Ste. 104  
Hollywood, Florida 33021  
(954) 987-1997  
Florida Bar No. 977519

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**ARTICLE III**

**CAPITAL STOCK**

The corporation is authorized to issue one hundred (100) shares of common stock having no par value.

**ARTICLE IV**

**CORPORATE EXISTENCE**

This corporation shall exist perpetually unless sooner dissolved according to law. The corporation shall be effective as of date of filing.

**ARTICLE V**

**INITIAL REGISTERED OFFICE AND AGENT**

The street address of the initial registered office of this Corporation in the State of Florida is:

3990 SHERIDAN STREET, SUITE 104  
HOLLYWOOD, FLORIDA 33021

and the name of the initial registered agent at that address is:

WILLIAM H. BATALLAS

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**ARTICLE VI**

**NUMBER OF DIRECTORS**

This corporation shall have two (2) directors initially. The number of directors may be increased or decreased from time to time, by-laws adopted by the stockholders, but shall never be less than one (1).

**ARTICLE VII**

**INITIAL BOARD OF DIRECTORS AND OFFICERS**

The names and addresses of the initial Board of Directors of this Corporation and their offices are:

<u>NAME</u>	<u>ADDRESS</u>
William Alvaro President	212 N.E. 23rd Avenue, Apt. B Pompano Beach, Florida 33062
Meredith Alvaro Vice President	212 N.E. 23rd Avenue, Apt. B Pompano Beach, Florida 33062

**ARTICLE VIII**

**SUBSCRIBER**

The name and address of the incorporator is:

<u>NAME</u>	<u>ADDRESS</u>
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William Alvaro

212 N.E. 23rd Avenue, Apt. B  
Pompano Beach, Florida 33062

ARTICLE IX

CUMULATIVE VOTING FOR DIRECTORS

At all elections of directors of this corporation, each stockholder shall be entitled to as many votes as shall equal the number of shares which he is entitled to vote multiplied by the number of directors to be elected; and he may cast all such votes for a single director, or may distribute them among any number of directors to be elected.

ARTICLE X

AMENDMENT

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 them to the stockholders, and approved at a 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, I, the incorporator, have executed these Articles of Incorporation this 21 day of July, 1997.

William Alvaro (SEAL)


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STATE OF FLORIDA           )  
                                  ) ss:  
COUNTY OF BROWARD       )

BEFORE ME, the undersigned authority, personally appeared to me, Garner, well known and known to me to be the individual described in, and who executed the foregoing Articles of Incorporation, and he acknowledged before me that he executed the same for the purposes therein expressed.

IN WITNESS WHEREOF, I have hereunto affixed my hand and official seal at  
Hollywood, County of Broward, State of Florida, this 21 day of July A.D., 1997.

  
\_\_\_\_\_  
NOTARY PUBLIC  
State of Florida at Large

My Commission Expires:



WILLIAM H DATTALLAS  
My Commission CC487038  
Expires Aug. 08, 1999

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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:

FIRST-THAT Alvaro Capital, Inc.  
CORPORATE NAME

DESIRING TO ORGANIZE OR QUALIFY UNDER THE LAWS OF THE STATE OF  
FLORIDA, WITH ITS PRINCIPAL PLACE OF BUSINESS IN THE CITY OF  
POMPANO BEACH, STATE OF FLORIDA, HAS NAMED WILLIAM H. BATALLAS  
LOCATED AT 3990 SHERIDAN STREET, SUITE 104, CITY OF HOLLYWOOD, STATE  
OF FLORIDA, AS ITS AGENT TO ACCEPT SERVICE OF PROCESS WITHIN FLORIDA.

SIGNATURE

BY: William Alvaro

TITLE: President

Dated this 21 day of July, 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.

SIGNATURE

WILLIAM H. BATALLAS  
RESIDENT AGENT

Dated this 21 day of July, 1997.

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