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FLORIDA DIVISION OF CORPORATIONS
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TO: DIVISION OF CORPORATIONS

FAX #: (850)922-4001

FROM: FAS-T CORP. AGENTS, INC.
CONTACT: LIDIA FERNANDEZ
PHONE: (305)599-0839

ACCT#: 071001002335

FAX #: (305)716-0346

NAME: E.T.M.E. INVESTMENTS, INC.
AUDIT NUMBER.....H97000012820
DOC TYPE.....FLORIDA PROFIT CORPORATION OR P.A.
CERT. OF STATUS..1 PAGES..... 3
CERT. COPIES.....0 DEL.METHOD.. FAX
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AUDIT NUMBER ON THE TOP AND BOTTOM OF ALL PAGES OF THE DOCUMENT

** ENTER 'M' FOR MENU. **

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FLORIDA
DIVISION OF CORPORATIONS
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Bm 8/6/97

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CERTIFICATE OF INCORPORATION
OF
E.T.M.E. INVESTMENTS, INC.

WE, the undersigned, hereby make, subscribe and acknowledge this certificate for the purpose of becoming a corporation under the laws of the State of Florida.

1. The name of the corporation shall be E.T.M.E. INVESTMENTS, INC., and its existence shall be perpetual.

2. The general nature of the business to be transacted shall be to have all powers provided by the laws of the State of Florida.

3. The capital stock of the corporation shall consist of fifty (50) shares, without nominal par value.

4. The amount of capital with which this corporation shall begin business in not less than FIVE HUNDRED DOLLARS.

5. The principal office of this corporation shall be 7800 West 6th Avenue, Hialeah, Florida 33014.

6. The number of directors shall be at least one (1), and the names and post office addresses of the first Board of Directors and Officers are:

<u>NAME</u>	<u>OFFICER</u>	<u>POST OFFICE ADDRESS</u>
1. Evelio Toledo	President	7800 West 6th Avenue Hialeah, Florida 33014

7. The names and post office addresses of the subscribers to this Certificate of Incorporation, and the number of shares each agrees to take, and the consideration therefore, the proceeds of which will amount to not less than FIVE HUNDRED DOLLARS (\$500.00), are as follows:

<u>NAME AND ADDRESS</u>	<u>NO. OF SHARES</u>	<u>CONSIDERATION</u>
Evelio Toledo	50	\$500.00

8. DANIEL M. KEIL, P.A., is hereby designated as the

Prepared by: Daniel M. Keil, P.A.
3165 West 4th Ave.
Hialeah, Fl 33012
(305) 883-6600
FBN: 181663

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Registered Agent for the corporation and 3165 West 4th Avenue,
Hialeah, Florida 33012.

IN WITNESS WHEREOF, the undersigned hereby subscribe to this
Certificate of Incorporation at Hialeah, Florida this 4 day
of August, 1997, for the uses and purposes aforesaid.


EVELIO TOLEDO

STATE OF FLORIDA)
) SS.
COUNTY OF DADE)

BEFORE ME, the undersigned authority, personally appeared
EVELIO TOLEDO.

Describer(s) and person(s) described in and who executed the
foregoing Certificate of Incorporation, who acknowledged before me
that they did subscribe thereto, and did so for the uses and
purposes therein contained.

SWORN TO and SUBSCRIBED before me at Hialeah, Dade County,
Florida this the 4 day of August, 1997.


Notary Public, State of FL.

My Commission Expires:

OFFICIAL
SEAL
NOTARY PUBLIC
COMMISSION

NOTARY
PUBLIC
STATE OF FLORIDA
COMMISSION

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TALLAHASSEE, FLORIDA

**CERTIFICATE OF 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 28.091, Florida Statutes, the following is submitted:

E.T.M.E. INVESTMENTS, INC.

desiring to organize or qualify under the laws of the State of Florida, with its principal place of business at the City of Miami, State of Florida, has named DANIEL M. KEIL, P.A. located at 3165 West 4th Avenue, Hialeah, Florida 33012, as its Agent to accept service of process within Florida.


CORPORATE OFFICER

TITLE President

DATE 8-4-97

I 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.


RESIDENT AGENT

DATE 8-4-97

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