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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: JSPROJECTS, INC.

AUDIT NUMBER.....H97000013762

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

CERT. OF STATUS..0

PAGES..... 7

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ARTICLES OF INCORPORATION  
OF

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ARTICLE I.

NAME

The Name of the Corporation is, JSProjects, INC

ARTICLE II.

TERM OF CORPORATE EXISTENCE

The Corporation shall exist perpetually unless dissolved according to law and such existence shall commence at the time of the filing of these Articles of Incorporation by the Department of State.

ARTICLE III.

PERMITTED ACTIVITY

The Corporation shall engage in any activity of business permitted under the laws of the United States and of the State of Florida.

Prepared by : Michael A. Bander, Esq.  
444 Brickell Ave., Suite 300  
Miami, Florida 33131  
FL. Bar # 17-196-7  
Phone: 305-358-5800

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ARTICLE IV.

AUTHEORIZED SHARES

The aggregate number of shares which the Corporation shall have authority to issue is 1.000 shares with par value of \$1.00.

ARTICLE V.

PREEMPTIVE RIGHTS DENIED

No holder of any shares of the Corporation shall have any preemptive right to purchase, subscribe for or otherwise acquire any shares of the Corporation of any class now or hereafter authorized, or any securities, exchangeable for or convertible into such shares, or any warrants or any instruments evidencing rights or options to subscribe for, purchase, or otherwise acquire such shares.

ARTICLE VI.

PRINCIPAL OFFICE

The principal office of the Corporation is: 1310 SW 82 Terrace. N. Lauderdale, Florida 33068

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ARTICLE VII.

REGISTERED OFFICE AND AGENT

The initial registered office of the Corporation:  
1310 SW 82 Terrace. N. Lauderdale, Florida 33068

ARTICLE VIII.

DIRECTORS

The business of the Corporation shall be managed by a Board of Directors consisting of not fewer than one person, the exact number to be determined from time to time in accordance with the By-Laws.

The name and address of the first board of directors who shall serve until the first annual meeting of shareholders or until his successors are elected and qualified shall be:

NAME

Jorge Salcedo Sanchez	President
Ricardo Lizarazo	Vice-President
Myriam Salcedo Lizarazo	Secretary
Jorge Salcedo Sanchez	Treasurer

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ARTICLE IX.

INCORPORATOR


The name and address of the incorporator is: Jorge Salcedo Sanchez; 1310 SW 82 Terrace: N. Lauderdale, Florida 33068.

ARTICLE X.

INDEMNIFICATION

The Corporation shall indemnify any present or former officer or director, or person exercising powers and duties of a director, to the full extent now or hereafter permitted by law.

IN WITNESS WHEREOF, the undersigned, being the original incorporator of the Corporation, has executed these Articles of Incorporation this 19 Th day of August 1997.



Jorge Salcedo Sanchez

Incorporator

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STATE OF FLORIDA)

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 acknowledgments personally appeared before me Jorge Salcedo Sanchez to be the person described herein as the Incorporator, and who executed the foregoing Articles of Incorporation, and she executed the same freely and voluntarily for the uses and purposes therein set forth and expressed.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal on this 19th of August 1.997

  
NOTARY PUBLIC, State of  
Florida at Large

My Commission Expires:

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VICTOR TORRES  
My Comm Exp. 4/10/00  
Bounded By Service Inc  
No. CC346502  
Florida Notary Public

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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: JSPProjects, Inc
2. The name and address of the Registered Agent and office is:  
Register Agent Services Corporation  
1310 SW 82 Terrace, N. Lauderdale, Florida 33068  
Phone: (954) 726-3408

SIGNATURE :



Registered Agent Services Corporation  
By: Jorge Salcedo Sanchez  
President

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