

**CORPORATE
ACCESS,
INC.**

1116-D Thomasville Road . Mount Vernon Square . Tallahassee, Florida 32303

P.O. Box 37066 (32315-7066) ~ (904) 222-2666 or (800) 969-1666 . Fax (904) 222-1666

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1.) Nelgor, Inc.
(CORPORATE NAME & DOCUMENT #)

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DIVISION OF CORPORATION
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ARTICLES OF INCORPORATION
OF
NELGOR, INC.

ARTICLE I -- NAME

The name of this corporation is NELGOR, INC.

ARTICLE II -- PRINCIPAL OFFICE AND MAILING ADDRESS

The principal office and mailing address of this corporation are:

17011 North Bay Road, #111
North Miami Beach, Florida 33160.

ARTICLE III -- PURPOSE

This corporation is organized for the purpose of transacting any or all lawful business and may appoint any company or persons as its representative or agent and may represent other persons and companies as well.

ARTICLE IV -- CAPITAL STOCK

The aggregate number of shares which this corporation shall have authority to issue is One Thousand (1,000) shares of common stock, all of which are to have a par value of One Dollar (\$1.00).

ARTICLE V -- INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial ^{Principal} registered office of this corporation is:

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**17011 North Bay Road, #111
North Miami Beach, Florida 33160;**

and the name and address of the initial registered agent of this corporation are:

**Maurice Castellanos, Esq.
3191 Coral Way, Ste 641
Miami, Florida 33145.**

ARTICLE VI -- COMMENCEMENT

This corporation shall commence effective on the date on which these Articles of Incorporation are filed with the Secretary of State of the State of Florida.

ARTICLE VII -- INITIAL BOARD OF DIRECTORS

The initial Board of Directors of this corporation shall be comprised of one (1) person(s). The number of directors may be either increased or decreased from time to time as provided for in the By-laws of the corporation, but shall never be fewer than one. The name and address of the initial directors of this corporation are:

Name Address

**Nelson Gomez 17011 North Bay Road, #111
North Miami Beach, Florida 33160**

ARTICLE VIII -- INCORPORATOR

The name and address of the person signing these Articles of Incorporation as incorporator are:

Name Address

**Maurice Castellanos, Esq.
3191 Coral Way, Ste 641
Miami, Florida 33145.**

ARTICLE IX -- BY-LAWS

The power to alter, amend or repeal the By-laws of this corporation shall be vested in each of

the Board of Directors and the shareholders of this corporation. The shareholders of this corporation may amend or adopt a by-law that fixes a greater quorum or voting requirement for shareholders (or voting groups of shareholders) than is required by law.

ARTICLE X -- INDEMNIFICATION

This corporation shall indemnify any officer, director or incorporator, or any former officer, director or incorporator, of this corporation to the fullest extent permitted by law. In the case of impropriety or malfeasance on the part of officers, director or incorporator the corporation shall be indemnified to the fullest extent permitted by law.

ARTICLE XI -- AMENDMENT

This corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment thereto, and any right conferred upon the shareholders is subject to this reservation.

IN WITNESS WHEREOF, the undersigned has executed these Articles of Incorporation as incorporator thereof and in acceptance of his appointment as registered agent therein this 26 day of August, 1997



Maurice Castellanos,

Incorporator and Registered Agent

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

NELGOR, Inc.

(name of corporation)

Pursuant to Florida Statutes Sections 48.091 and 607.0501, the following is submitted:

The above corporation, organized under the laws of the State of Florida with its registered office as indicated in the Articles of Incorporation

at _____

has named Maurice Castellanos, Esq. 3191 Coral Way #641, Miami, FL 33145
located at the aforesaid address, as its registered agent to accept service of process within this state.

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.


(Signature)

9/3/97
(Date)

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