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9/16/97

FLORIDA DIVISION OF CORPORATIONS  
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((H97000015272 2))

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: CARLOS M. MILLAN & ASSOCIATES, INC.  
AUDIT NUMBER.....H97000015272  
DOC TYPE.....FLORIDA PROFIT CORPORATION OR P.A.  
CERT. OF STATUS..1  
CERT. COPIES.....0

PAGES..... 3  
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97 SEP 16 AM 10:49  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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**ARTICLES OF INCORPORATION**

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**QE**

CARLOS M. MILLAN & ASSOCIATES, INC.

The undersigned Incorporator(s), for the purpose of forming a corporation under the Florida General Corporation Act, hereby adopt(s) the following Articles of Incorporation.

**ARTICLE I NAME**

The name of the corporation shall be: CARLOS M. MILLAN & ASSOCIATES, INC.

The principal place of business of this corporation shall be: 11451 SW 33 LN.  
MIAMI, FL. 33165

**ARTICLE II NATURE OF BUSINESS**

This corporation may engage in or transact any or all lawful activities or business permitted under the laws of the United States, the State of Florida, or any other state, country, territory or nation.

**ARTICLE III CAPITAL STOCK**

The aggregate number of shares of stock and its value that this corporation is authorized to have outstanding at any one time is: 1 000

**ARTICLE IV TERM OF EXISTENCE**

This corporation is to exist perpetually.

**ARTICLE V OFFICERS DIRECTORS**

The name(s) and street address(es) of the initial officer(s) and director(s), if any, who shall hold office the first year of the corporation's existence or until their successor(s) is(are) elected, is(are):

PREPARED BY:  
E.C. PROFESSIONAL SERVICES  
6850 CORAL WAY #206  
MIAMI, FL. 33155  
(305)665-8089

P/D	CARLOS M. MILLAN 11451 SW 33 LN. MIAMI, FL. 33165
VP-S-T	MYRNA MILLAN 11451 SW 33LN. MIAMI, FL. 33165

**ARTICLE VI INCORPORATOR(S)**

The name(s) and street address(es) of the incorporator(s) to this articles of incorporation is(are):

CARLOS M. MILLAN  
11451 SW 33 LN.  
MIAMI, FL. 33165

IN WITNESS WHEREOF, the undersigned incorporator(s) has(have) executed these Articles of Incorporation this 15 day of 9, 19 97.

Signature(s) of Incorporator(s)

*Carlos M. Millan*  
\_\_\_\_\_  
\_\_\_\_\_

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

97 SEP 16 AM 10:49

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

Pursuant to the provisions of Section 607.325, 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 CARLOS M. MILLAN & ASSOCIATES, INC.

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

CARLOS M. MILLAN  
11451 SW 33 LN.

(P.O. BOX NOT ACCEPTABLE)

MIAMI, FL. 33165

(CITY/STATE/ZIP)

SIGNATURE

*Carlos M. Millan*  
(corporate officer)

TITLE PRESIDENT

DATE 9/15/97

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, AND I ACCEPT THE DUTIES AND OBLIGATIONS OF SECTION 607.325, FLORIDA STATUTES.

SIGNATURE

*Carlos M. Millan*  
DATE 9/15/97