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10/07/97

FLORIDA DIVISION OF CORPORATIONS  
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((H97000016682 1))

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: BENITEZ FINANCIAL CORP.

AUDIT NUMBER.....H97000016682

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

CERT. OF STATUS..0

PAGES..... 3

CERT. COPIES.....1

DEL. METHOD.. FAX

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AUDIT NUMBER ON THE TOP AND BOTTOM OF ALL PAGES OF THE DOCUMENT

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97 OCT -7 PM 4:17  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

10/8

ARTICLES OF INCORPORATION  
OF

BENITEZ FINANCIAL CORP.

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.

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97 OCT -7 PM 4:17  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

ARTICLE I NAME

The name of the corporation shall be: BENITEZ FINANCIAL CORP.

The principal place of business of this corporation shall be:

11401 S.W. 40 Street #302 Miami, Florida 33175

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:

500 shares at \$ 1.00 par value.

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):

PRES/SEC/TREAS.: DENNISSE BENITEZ  
3744 S.W. 133 Pl.  
Miami, Florida 33175

VICE PRESIDENT : CARLOS BENITEZ  
3744 S.W. 133 Pl.  
Miami, Florida 33175

Prepared By: DENNISSE BENITEZ  
3744 S.W. 133 Pl.  
Miami, Florida 33175  
(305) 207-9838

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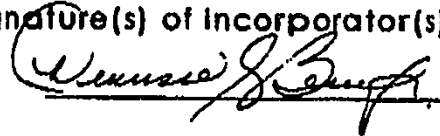
ARTICLE VI INCORPORATOR(S)

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

DENNISSE BENITEZ  
3744 S.W. 133 Pl.  
Miami, Florida 33175

IN WITNESS WHEREOF, the undersigned Incorporator(s) has(have) executed these Articles of Incorporation this 7th day of OCT., 1997.

Signature(s) of Incorporator(s)

  
\_\_\_\_\_  
\_\_\_\_\_

H97000016682

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

**FILED**

97 OCT -7 PM 4:17

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:

BENITEZ FINANCIAL CORP.

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

DENNISSE BENITEZ 3744 S.W. 133 Place

(P.O. BOX NOT ACCEPTABLE)

Miami, Florida 33175

(CITY/STATE/ZIP)

SIGNATURE

*Dennisse Benitez*

TITLE PRESIDENT

DATE OCT. 07, 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, AND I ACCEPT THE DUTIES AND OBLIGATIONS OF SECTION 607.325, FLORIDA STATUTES.

SIGNATURE

*Dennisse Benitez*

DATE OCT. 7, 1997