

10/21/97

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FLORIDA DIVISION OF CORPORATIONS
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FROM: EMPIRE CORPORATE KIT COMPANY

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NAME: FLORES & RAMIREZ ENTERPRISES CORP.

AUDIT NUMBER.....H97000017424

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ARTICLES OF INCORPORATION

OF

FLORES & RAMIREZ ENTERPRISES CORP.

We, the undersigned subscribers to these Articles of Incorporations, natural persons competent to contract, hereby form a corporation under the Laws of the State of Florida.

ARTICLE I

Name of Corporations

The named of the corporation shall be FLORES & RAMIREZ ENTERPRISES CORP.

ARTICLE II

Nature of Business

The general nature of the business to be transacted by this corporation is COMMERCIAL & PERSONAL CLEANING SERVICES and any other activities or business permitted under the laws of the United States and those of the State of Florida. To manufacture, purchase, or otherwise acquire, and to invest in, trade in, deal in and with goods, wares, merchandise, real and personal property, and services of every class, kind of description except that it is not to conduct a banking safe deposit, trust, insurance, surety, express, railroad, canal, telegraph, telephone, or cemetery company, a building and loan association, fraternal benefit society, state fair or exposition.

To conduct business in, have one or more offices in, and buy, hold, mortgage, sell, convey, lease, or otherwise dispose of real and personal property, including franchises, patents, copyrights, trademarks and licenses, in the State of Florida and in all other states and countries.

To contract debts and borrow money, issue and sell or pledge bonds, debentures, notes and other evidence of indebtedness and execute such mortgages, transfers of corporate property, or other instruments to secure the payment of corporate indebtedness as required.

To purchase the corporate assets of any other corporation and engage in the same or other character of business. To guarantee, endorse, purchase, hold, sell transfer, mortgage, pledge or otherwise acquire or dispose of the shares of the capital stock of or any bonds, securities, or other evidences of

COMMERCIAL TAX SERVICE

1212 S.W. 2 Street Miami, FL 33135 (305)

Janet Vasallo Public Accountant 643-2482

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indebtedness created by any other corporation of the State of Florida, or any other state government, and while owner of such stock to exercise all the rights, powers and privileges of ownership, including the right to vote on such stock.

ARTICLE III

Capital Stock

The maximum number of shares of stock that the corporation is authorized to have outstanding at any one time is : 200 shares

ARTICLE IV

Initial Capital

The amount of capital with which this corporation will begin business is not less than Five Hundred Dollars.

ARTICLE V

This corporation is to exist perpetually.

ARTICLE VI

The initial street address in this state of the principal office of this corporation is:

2511 West 60 Place, Suite 103
Hialeah, Florida 33016

Dade County, Florida. The Board of Directors may from time to time move the principal office to any other location in Florida.

ARTICLE VII

Directors

This corporation shall have no less than two directors initially. The number of directors may be increased or decreased from time to time, by-laws adopted by the stockholders.

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ARTICLE VIII

Initial Directors

The name and street address of the members of the first Board of Directors are:

Octavio Luis Ramirez, PRESIDENT
2511 West 60 Place #103
Hialeah, Florida 33016

Carlos Adrian Flores, VICE-PRESIDENT
2511 West 60 Place #103
Hialeah, Florida 33016

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ARTICLE IX

Subscribers

The name and street address of the subscribers of these Articles of Incorporation, the number of shares of stock which they agree to take and the value of the consideration therefore are:

NAME	ADDRESS	SHARES	CONSIDERATION
Octavio Luis Ramirez	2511 West 60 Place #103 Hialeah, Florida 33016	250 @ \$2	\$500
Carlos Adrian Flores	2511 West 60 Place #103 Hialeah, Florida 33016	250 @ \$2	\$500

ARTICLE X

Registered Agent

The initial designation of the registered office of this corporation shall be 2511 West 60 Place Suite 103 Hialeah, Florida 33016 and the registered agent shall be Octavio Luis Ramirez. Pursuant to Florida Statutes Section 607, 164, having been named to accept process for the above mentioned corporation, at the place designated in these Articles of Incorporation, I hereby accept to act in this capacity, and agree to comply with the provisions of such Act relative to keeping open said office.

By: 

REGISTERED AGENT

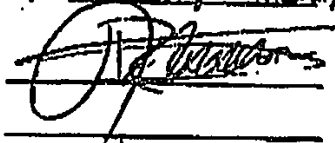
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ARTICLE XI

Amendment

These Articles of Incorporation may be amended in the manner provided by law. Every amendment shall be approved by the Board of Directors, proposed by them to the stockholders, and approved at the stockholders' meeting by a majority of the stock entitled to vote thereon, unless all the directors and all stockholders sign a written statement manifesting their intention to a certain Amendment of these Articles of Incorporation to be made.

IN WITNESS OF, the incorporators above named, have hereto set our hands and seals this 26th
day of September 1997





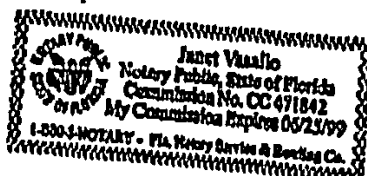
STATE OF FLORIDA
COUNTY OF DADE

I, HEREBY CERTIFY, that on this day, before me, a Notary Public duly authorized in the State of Florida and County of Dade, acknowledge that Octavio Luis Ramirez & Carlos Adrian Flores personally appeared known to be the subscribers in and who executed the foregoing Articles of Incorporations.

WITNESS, my hand and official seal in the county and state named above, this 26 day
of September 1997


NOTARY PUBLIC, State of Florida

My Commission Expires:



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