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11/05/97

FLORIDA DIVISION OF CORPORATIONS
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TO: DIVISION OF CORPORATIONS

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FROM: EMPIRE CORPORATE KIT COMPANY
CONTACT: RAY STORMONT
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NAME: LOOR ENTERPRISES, INC.

AUDIT NUMBER.....H97000018379

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

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ARTICLES OF INCORPORATION
OF
LOOR ENTERPRISES, INC.

We, the undersigned, hereby execute the following document for the purpose of becoming a Corporation under the laws of the State of Florida, by and under the provisions of the Statutes of the State of Florida, providing for the formation, liability, rights, privileges, and immunities of a Corporation For Profit.

ARTICLE I.
NAME

The name of the Corporation shall be LOOR ENTERPRISES, INC.

ARTICLE II.
DURATION

The corporation shall have perpetual existence.

ARTICLE III.
PURPOSE

The corporation shall be entitled to engage in any and all lawful activities or business permitted under the laws of the United States and of this State. This corporation reserves the right if it so wishes to elect to be a 1361 Subchapter S corporation under Section 1361 of the Internal Revenue Code and the right to elect to approve and adopt a plan to offer shares of common stock

Robert P. Kelly, Esquire
Bar Number: 238422
500 East Broward Boulevard, PH II
Fort Lauderdale, Florida 33394
(305) 757-3851

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for sale under said section of the Internal Revenue Service Code and all other rights contained therein and may elect to receive all rights granted under any other Section of the Internal Revenue Service Code of 1954 as amended.

ARTICLE IV.
CAPITAL STOCK

The maximum number of shares of stock with One Dollar (\$1.00) par value that this Corporation is authorized to issue and have outstanding at one time is One Hundred (100) shares.

ARTICLE V.
CAPITALIZATION

The corporation will begin business with not less than One Hundred Dollars (\$100).

ARTICLE VI.
REGISTERED AGENT

The name and address of the initial registered agent of the corporation is JUAN X. LOOR,
7948 Northwest 187th Terrace, Miami, Florida 33015.

ARTICLE VII.
REGISTERED OFFICE

The initial registered office of this Corporation shall be:

7948 Northwest 187th Terrace
Miami, Florida 33015

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ARTICLE VIII.
CORPORATE OFFICES

The principal place of business of the Corporation shall be 7948 Northwest 187th Terrace, Miami, Florida 33015, but the Corporation may maintain offices and transact business in such places within and without the State of Florida as may, from time to time, be designated by the Board of Directors.

ARTICLE IX.
DIRECTORS

- A. The Corporation shall have not less than one (1) nor more than three (3) Directors. Vacancies in the Board of Directors occurring at any time for any reason shall only be filled for the unexpired time by the stockholders at a meeting called for the purpose in the manner prescribed by the By-Laws.
- B. The names and addresses of the members of the first Board of Directors, who subject to the By-Laws of the Corporation, or until their successors are elected or appointed and have qualified, are as follows:

JUAN X. LOOR

7948 Northwest 187th Terrace
Miami, Florida 33015

- C. In furtherance and not in limitation of the powers conferred by statute, the Board of Directors is expressly authorized:

1. To adopt or amend by-laws not inconsistent with any by-laws that may have been adopted by the stockholders.
2. To purchase and sell real and/or personal property, and to authorize and cause to be executed mortgages or other

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instruments upon or encumbering the real and personal property of the Corporation.

3. When, and as authorized by affirmative vote given at a meeting or by the written consent of stockholders of record holding at least a majority of the stock, to sell, lease or exchange all of the real and personal property and assets of the corporation, excluding its good will and its corporate business, upon such terms and conditions as the Board of Directors deem expedient.

ARTICLE X. **INCORPORATORS**

The name and address of the persons signing these Articles is:

JUAN X. LOOR

7948 Northwest 187th Terrace
Miami, Florida 33015

ARTICLE XI. **OFFICERS**

The names and addresses of the initial officers of this Corporation are as follows:

JUAN X. LOOR
President

7948 Northwest 187th Terrace
Miami, Florida 33015

ARTICLE XII. **AMENDMENT**


The Corporation reserves the right to amend, alter, change, or repeal any provision contained

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in the Articles of Incorporation in the manner now or hereafter prescribed by statute, and all rights conferred upon Stockholders herein are granted subject to this reservation.

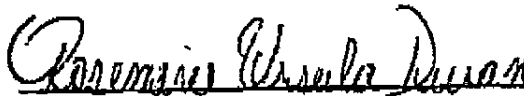
We, the undersigned, being the incorporator hereinabove named for the purpose of forming a corporation, hereby declaring and certifying that the facts herein stated are true and accordingly have hereunto set our hand and seal this 4th day of November, 1997.


JUAN X. LOOR

STATE OF FLORIDA }
 ss.
COUNTY OF DADE }

I HEREBY CERTIFY that before the undersigned authority, fully authorized to administer oaths and take acknowledgments, personally appeared JUAN X. LOOR, who is personally known to me to be the person who made and executed the same for the uses and purposes therein expressed, and who did/did not take an oath.

WITNESS my hand and notarial seal at Miami, Dade County, Florida, this 4th day of November, 1997.


NOTARY PUBLIC, State of Florida at Large
Rosemarie Ursula Duran
Print Name of Notary Public

My Commission Expires:



ROSEMARIE URSULA DURAN
My Commission CC371771
Expires May. 11, 1998
Bonded by HAI
800-422-1506

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**CERTIFICATE DESIGNATING PLACE OF BUSINESS
OR DOMICILE FOR THE SERVICE OF PROCESS WITHIN THIS
STATE, NAMING AGENT UPON WHOM PROCESS MAY BE SERVED.**

In compliance with Section 48.091, Florida Statutes, the following is submitted:

That LOOR ENTERPRISES, INC., desiring to organize under the laws of the State of Florida with its principal office, as indicated in the Articles of Incorporation at 7948 Northwest 187th Terrace, Miami, Florida 33015, has named Juan X. Loor, 7848 Northwest 187th Terrace, Miami, Florida 33015, as its registered agent to accept service of process within this State.

Signature: Juan X. Loor
JUAN X. LOOR
Date: November 4, 1997

Having been named to accept service of process for the above stated Corporation, at the place designated in this Certificate, I hereby accept to act in this capacity, and agree to comply with the provision of all statutes relative to the proper and complete performance of my duties.

Juan X. Loor
JUAN X. LOOR

DATED: November 4, 1997

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