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T R HERRERA FINANCIAL SERVICES, INC.
450 NORTH PARK ROAD
SUITE #410
HOLLYWOOD, FL 33021
954-983-6500

January 29, 1998

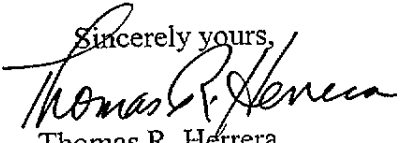
Division of Corporations
Florida Department of State
P.O. Box 6327
Tallahassee, FL 32314

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****122.50 ****122.50

Dear Sirs:

Enclosed please find my client's check for \$122.50 to cover the incorporation fees on
J R FUENTES CONSULTING, INC. Thank you for your cooperation in this matter.

Sincerely yours,


Thomas R. Herrera
President

cc: Mr. Jose R. Fuentes

FILED
98 FEB -2 AM 11:34
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

m 2/3/98

**ARTICLES OF INCORPORATION
OF
J R FUENTES CONSULTING, INC.**

FILED

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**SECRETARY OF STATE
TALLAHASSEE, FLORIDA**

ARTICLE I.

CORPORATE NAME

The name of the corporation shall be:

J R FUENTES CONSULTING, INC.

ARTICLE II.

PRINCIPAL OFFICE

The address of the principal office and the mailing address of the corporation shall be:

9056 COLLINS AVENUE #26
SURFSIDE, FL 33154

ARTICLE III.

NATURE OF CORPORATE BUSINESS

The corporation may engage in any business as allowed under the laws of the United States and under the laws of the State of Florida.

ARTICLE IV.

CAPITAL STOCK

This corporation is authorized to issue a maximum of one thousand (1,000) shares of stock. The shares of stock authorized shall be common stock having a par value of one (1) Dollar per share. The consideration to be paid for each share of stock shall be fixed by the Board of Directors.

ARTICLE V.

TERM OF EXISTENCE

The corporation is to exist perpetually.

ARTICLE VI.

PREEMPTIVE RIGHTS

Every shareholder upon the sale for cash of any new stock of this corporation of the same kind, class or series as that which he already holds, shall have the right to purchase his prorata share thereof at the price at which it is offered to others.

ARTICLE VII.
SPECIAL PROVISIONS

It is the intent of the incorporator that the Corporation will qualify under Section 1244 of the Internal Revenue Code.

ARTICLE VIII.
INITIAL REGISTERED AGENT AND INITIAL REGISTERED OFFICE

The corporation's Initial Registered Agent and Registered Office in the State of Florida shall be:

JOSE RICARDO FUENTES
9056 COLLINS AVENUE #26
SURFSIDE, FL 33154

ARTICLE IX.
BOARD OF DIRECTORS

The number of Directors may be altered from time to time by By-Laws adopted by the Stockholders. However, the Corporation shall have no less than one (1) Directors at any time.

ARTICLE X.
INITIAL DIRECTORS

The name and post office address of each member of the first Board of Directors is:

Name	Address
JOSE RICARDO FUENTES	9056 COLLINS AVENUE #26 SURFSIDE, FL 33154

The members of the first Board of Directors shall hold office until the first annual meeting of the Stockholders of the Corporation.

ARTICLE XI.
OFFICERS

The names and addresses of the initial officers of the Corporation who shall hold office for the first year of the Corporation, or until their successors are elected or appointed.

Name	Address
JOSE RICARDO FUENTES	9056 COLLINS AVENUE #26, SURFSIDE, FL 33154

ARTICLE XII.
INCORPORATOR

The name and post office address of the Incorporator executing these articles of Incorporation is as follows:

JOSE RICARDO FUENTES
9056 COLLINS AVENUE #26
SURFSIDE, FL 33154

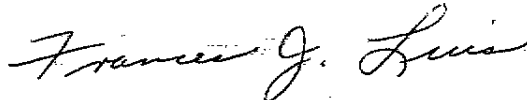
THE UNDERSIGNED INCORPORATOR, for the purpose of forming a corporation to do business within the State of Florida, does make and file these Articles of Incorporation, hereby declaring and certifying that the facts herein stated are true.



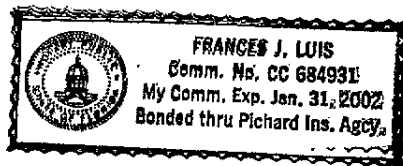
JOSE RICARDO FUENTES, Incorporator

STATE OF FLORIDA)
COUNTY OF Broward)

Before me this 29 Day of Jan 1998 personally appeared who: [] is personally known to me [x] has produced proper identification and who is the person described as the Incorporator in the foregoing Articles of Incorporation and who acknowledged before me that he she executed said Articles of Incorporation.



The undersigned hereby accepts the foregoing designation as initial Registered Agent and agrees to comply with the provisions of law applicable to said designation.





JOSE RICARDO FUENTES, Registered Agent

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TALLAHASSEE, FLORIDA