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11762 N. Kendall Drive
Suite # 160
Miami, Florida 33186
(305) 279-1080

February 24, 1998

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

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-02/27/98--01028--009
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Re: Articles of Incorporation for: Rodriguez Hauling Services, Inc.

Enclosed you will find two (2) sets of the Articles of Incorporation for:

Rodriguez Hauling Services, Inc.

We request a certified copy of the Articles of Incorporation, enclosed you will find our check in the amount of \$ 122.50 to cover the filing fees plus a CERTIFIED Copy.

Please forward certified copy to the following address:

Mr. Gil Coca
Internet Merchants
11762 N. Kendall Drive
Suite # 160
Miami, Florida 33186

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98 FEB 27 AM 9:26
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Should you have any questions regarding this matter, please contact me at:
(305) 279-1080 or Fax (305) 596-2871

Sincerely,


Gil Coca

GC/ym
Encl

F. CHESSEY MAR 2 1998

**ARTICLES OF INCORPORATION
OF
Rodriguez Hauling Services, Inc.**

The undersigned incorporator, hereby associates herself for the purpose of becoming a corporation under the laws of the State of Florida, under the Florida Business Corporation Act, hereby adopts the following Articles of Incorporation.

ARTICLE I NAME

The name of this corporation shall be:

Rodriguez Hauling Services, Inc.

ARTICLE II PRINCIPAL OFFICE

The principal place of business and mailing address of this corporation shall be:

840 N. W. 44th Avenue, Miami, Florida 33126

ARTICLE III SHARES

The number of shares of stock that this corporation is authorized to have outstanding at any one time is 100 (one hundred) shares of common stock having a par value of one dollar (\$1.00).

ARTICLE IV INITIAL CAPITAL

The amount of capital with which this corporation may begin business shall not be less than \$100.00

ARTICLE V NATURE OF BUSINESS

This corporation may engage in any legal activity for the purpose of transacting any and all lawful business in the State of Florida and under the laws of the United States of America.

ARTICLE VI INITIAL REGISTERED AGENT AND STREET ADDRESS

The name and address of the initial registered agent is:

Connie Rodriguez
840 N. W. 44th Avenue
Miami, Florida 33126

ARTICLE VII INCORPORATOR (S)

The name and street address of the incorporator(s) to these Articles of Incorporation is/are:

Connie Rodriguez
840 N. W. 44th Avenue
Miami, Florida 33126

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TALLAHASSEE, FLORIDA

ARTICLE VIII DIRECTOR(S)

The name and street address of the director(s) to these Articles of Incorporation is/are:

Connie Rodriguez
840 N. W. 44th Avenue
Miami, Florida 33126
(Director)

The undersigned incorporator has executed these Articles of Incorporation this 23 day of February 19 98.


Connie Rodriguez
Signature / Incorporator

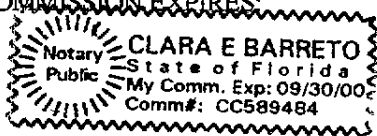
STATE OF FLORIDA)
SS:
COUNTY OF MIAMI-DADE)


Before me, a notary public authorized to take acknowledgments in the State and County set forth above, personally appeared CONNIE RODRIGUEZ.

Who is/are personally known to me or who has produced his/her Drivers License, as identification and he/she acknowledge before me that she executed these Articles of Incorporation.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal,
In the State and County aforesaid, this 23rd day of February 19 98.

MY COMMISSION EXPIRES:

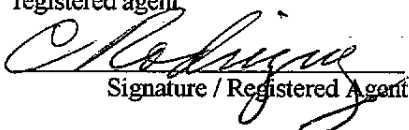



NOTARY PUBLIC
STATE OF FLORIDA

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TALLAHASSEE, FLORIDA

CERTIFICATE OF DESIGNATION OF REGISTERED AGENT

Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this certificate, I hereby accept the appointment as registered agent and agree to act in the capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.


Signature / Registered Agent

2-24-98
Date