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TO: DIVISION OF CORPORATIONS

FAX #: (850)922-4001

FROM: EMPIRE CORPORATE KIT COMPANY
CONTACT: RAY STORMONT
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FAX #: (305)541-3770

NAME: ACE FINANCIAL, INC.

AUDIT NUMBER.....H98000005416

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

CERT. OF STATUS..0

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FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

March 20, 1998

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SUBJECT: ACE FINANCIAL, INC.
REF: W98000006202

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ARTICLES OF INCORPORATION

OF

ACE FINANCIAL, INC.

⑤

I.

NAME

The name of the corporation shall be ACE FINANCIAL, INC..

II.

DURATION

The duration of the corporation shall be perpetual.

III.

PURPOSES

The purposes for which the corporation is initially organized is the transaction of any and all lawful business for which a corporation may be incorporated under the laws of the State of Florida.

IV.

SHARES OF STOCK

The corporation shall have authority to issue one hundred (100) shares of common stock having a par value of one dollar (\$1.00).

Prepared by:
Robert M. Abramson, Esq. FBN-217001
Garry J. Alhalel, P.A.
25 S.E. 2nd Avenue
Suite 1045, Ingraham Building
Miami, Florida 33131
(305) 374-8197

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V.

PRINCIPAL OFFICE

The address of the corporation's initial principal office is:

83770 S.W. 28th Street
Miami, Florida 33155

VI.

DIRECTORS

The corporation shall have one (1) director initially. The number of directors may be increased from time to time by the by-laws but shall never be less than ONE. The names and addresses of the initial directors of the corporation are:

Angel Castro, Director
8370 S.W. 28th Street
Miami, Florida 33155

VII.

INCORPORATORS

The name and address of the person signing these Articles of Incorporation is:

Angel Castro
8370 S.W. 28th Street
Miami, Florida 33155

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VIII.

REGISTERED AGENT

Pursuant to the provisions of Section 48.091, Florida Statutes, the following is the designation of the Registered Agent on whom service of process may be made:

ROBERT M. ABRAMSON, ESQ.
FLORIDA BAR NO. 217001
INGRAHAM BUILDING, SUITE 1045
25 S.E. 2ND AVENUE
MIAMI, FLORIDA 33131

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation this 19th day of March, 1998.

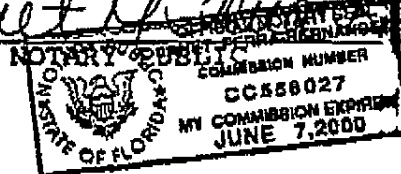

ANGEL CASTRO

STATE OF FLORIDA
COUNTY OF DADE

SS:

Before me the undersigned authority personally appeared, ANGEL CASTRO, who having been duly sworn upon oath deposes and says that he/she executed the foregoing Articles of Incorporation for the uses and purposes therein expressed.

WITNESS my hand and official seal in the State and County aforesaid this 19th day of March, 1998.



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ACCEPTANCE OF DESIGNATION OF REGISTERED AGENT

The undersigned hereby accepts the designation as registered agent of Ace Financial, Inc. as set forth in Article VIII of the Articles of Incorporation.

Dated this 19th day of March, 1998.



ROBERT M. ABRAMSON

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