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HAZARDUS CORPORATE FILING SERVICE, INC.

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MIAMI, FLORIDA (305) 552-5973

(City, State, Zip)

(Phone #)

LOCAL REPRESENTATIVE TALLAHASSEE

OFFICE USE ONLY

CORPORATION NAME(S) & DOCUMENT NUMBER(S) (if known):

1. ALEX DERLY FARKAS AND JOEL VALLE
(Corporation Name) (Document #)
2. CORP. 600002539016--6
(Corporation Name) (Document #) -05/28/98--01047--006
*****78.75 *****78.75
3. _____
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Certificate of Status

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<input type="checkbox"/>	NonProfit
<input type="checkbox"/>	Limited Liability
<input type="checkbox"/>	Domestication
<input type="checkbox"/>	Other

AMENDMENTS	
<input type="checkbox"/>	Amendment
<input type="checkbox"/>	Resignation of R.A., Officer/Director
<input type="checkbox"/>	Change of Registered Agent
<input type="checkbox"/>	Dissolution/Withdrawal
<input type="checkbox"/>	Merger

OTHER FILINGS	
<input type="checkbox"/>	Annual Report
<input type="checkbox"/>	Fictitious Name
<input type="checkbox"/>	Name Reservation

REGISTRATION/ QUALIFICATION	
<input type="checkbox"/>	Foreign
<input type="checkbox"/>	Limited Partnership
<input type="checkbox"/>	Reinstatement
<input type="checkbox"/>	Trademark
<input type="checkbox"/>	Other

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

98 MAY 28 PM 12:02

FILED

RECEIVED
98 MAY 28 AM 11:06
DIVISION OF CORPORATION

Examiner's Initials

ARTICLES OF INCORPORATION
OF
ALEX DERLY FARKAS AND JOEL VALLE CORP.

FILED
98 MAY 28 PM 12:06
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

THE UNDERSIGNED, has executed the following document as incorporation of the above named corporation, a corporation organizes under the laws of the State of Florida, and all rights, duties and obligations of the undersigned as incorporator, and those of the corporation, are to be determined in accordance with the laws of the State of Florida.

ARTICLE I

The name of this corporation shall be:

ALEX DERLY FARKAS AND JOEL VALLE CORP.

ARTICLE II

This corporation shall commence existence upon the filling of these articles of Incorporation by the Department of State, State of Florida, and shall perpetual existence.

ARTICLE III

The general nature of the business and objects and purposes proposed to be transacted and carried on by this corporation are to do any and all of the things herein mentioned, as fully and to the same extent as natural persons might do, viz:

1. Transact any and all lawful business,
2. Said Corporation shall further have powers:
 - A.. To have perpetual succession by its corporation name;
 - B. To sue and be sued, complain, and defend in its corporate name in all actions or proceedings;
 - C. To have a corporate seal, which may not be altered at pleasure, and to use the same causing it, or a facsimile thereof, to be impressed, affixed, or in any other manner reproduced;

D. To purchase, take, receive, lease, or otherwise acquire, own, hold, improve, use, and otherwise deal in and with real or personal property may interest therein, wherever situated;

E. To sell, convey, mortgage, pledge, create a security interest in, lease, exchange, transfer, and otherwise dispose of all or any part of its property and assets;

F. To lend money to, and use its credit to assist, its officers and employees in accordance with Florida Statute 607.141;

G. To purchase, take, receive, subscribe for, or otherwise acquire, own, hold, vote, use, employ, sell, mortgage, lend, pledge, or otherwise dispose of, and otherwise use and deal in and with, shares or other interests in, or obligations of, other domestic or foreign Corporations, Associations, Partnerships, or Individuals, or direct or indirect obligations of the United States of any other government, state, territory, governmental district, or municipality or of any instrumentality thereof;

H. To make contract and guarantees and incur liabilities, borrow money at such rates of interest as the corporation and determine, issue its notes, bonds, and other obligations, and secure any of its obligations by mortgage or pledge of, all or any of its property, franchised, and income;

I. To lend money for its corporate purposes, invest and reinvest its funds, and take and hold Real Estate and personal property as security of the payment of funds as loaned or invested;

J. To conduct its business, carry on its operations, and have offices and exercise the powers granted by this act within or without this state;

K. To elect or appoint officers and agents of the corporation and define therein duties and fix their compensation;

L. To make and alter by-laws, not inconsistent with its Articles of incorporation or with the laws of this state, for the administration;

M. To make donations for the public welfare or for charitable, scientific, or educational purposes;

N. To transact any lawful business which the Board of Directors shall find will be in aid of governmental policy;

O. To pay pensions and establish pension plans, profits sharing plans, stock bonus plans, stock option plans, and other incentive plans for any

or all of its directors, officers, and employees of its subsidiaries;

P. To be a promotor, incorporator, partner, member, associate, or manager of any corporation, partnership, joint venture, trust, or other enterprise;

Q. To have an exercise all powers necessary or convenient to effect its purposes;

R. To indemnify any person who by reason of the fact that he is or was a director, officer, employee or agent of the corporation to the full extent as permitted by Florida Statute 607.014;

ARTICLE IV

The aggregate number of shares which the corporation shall have authority to issue is the total sum of 100 shares, having an individual per value of \$ 2.00

Alex Derly Farkas	50 %
Joel Valle	50 %

Unless otherwise stated in these Articles, or in an amendment to these Articles, there shall be only one (1) class of stocks of this Corporation.

ARTICLE V

The street address of the initial registered office and the name of the initial Resident Agent of this corporation shall be:

Alex Derly Farkas
8241 SW 32 TERRACE
MIAMI, FL 33155

ARTICLE VI

The Initial board of Directors shall consist of a total of (1) one person and the name and address of the person who is to serve as an initial director is:

Alex Derly Farkas
8241 SW 32 TERRACE
MIAMI, FL 33155

The name and address of the incorporator executing these Articles of Incorporation is:

Alex Derly Farkas
8241 SW 32 TERRACE
MIAMI, FL 33155

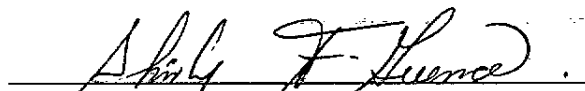
IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation this 23 day of February, 19 98.


ALEX DERLY FARKAS
President/Secretary

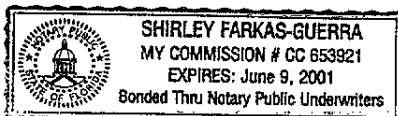
STATE OF FLORIDA)
)
COUNTY OF DADE)

BEFORE ME, a notary public authorized to take acknowledgments in the State and County set forth above, personally appeared ALEX DERLY FARKAS
known to me and known by me to be the person who executed the foregoing Articles of Incorporation, and he acknowledge before me that he 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 23 day of February, 19 98.


NOTARY PUBLIC, STATE OF FLORIDA
AT LARGE

My commission expires:



CERTIFICATE OF DESIGNATION
REGISTERED AGENT/REGISTERED OFFICE

Pursuant to the provisions of sections 607.0501, Florida Statutes, the undersigned corporation, organized under the laws of the State of Florida, submits the following statement in designating the registered office/registered agent, in the State of Florida.

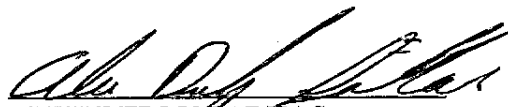
1. The name of the corporation is:

ALEX DERLY FARKAS AND JOLEL VALLE CORP.

2. The name and address of the registered agent and office is:

ALEX DERLY FARKAS
8241 SW 32 TER
MIAMI, FL 33155

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 THIS 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.



ALEX DERLY ARKAS

02/23/98.

DATE

FILED
98 MAY 28 PM 12:02
SECRETARY OF STATE
TALLAHASSEE, FLORIDA