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Melendez & Associates of Florida, Inc
10671 N.W. 19th Place
Pembroke Pines, Fl 33026

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City/State/Zip Phone #

Office Use Only

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

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TALLAHASSEE FLORIDA

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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
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<input type="checkbox"/>	Reinstatement
<input type="checkbox"/>	Trademark
<input type="checkbox"/>	Other

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Examiner's Initials

ARTICLES OF INCORPORATION
OF
M.L. MELENDEZ & ASSOCIATES, INC.

The undersigned Incorporator to these Articles of Incorporation hereby forms a corporation under the laws of the State of Florida.

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Article I - Corporate Name

The name of this corporation is M.L. Melendez & Associates, Inc.

Article II - Nature of Business and Powers

The general nature of the business to be transacted by this corporation is to engage in any and all business permitted under the laws of the State of Florida.

Article III - Capital Stock

The maximum number of shares of stock that this corporation is authorized to issue and have outstanding at any one time is One Thousand (1,000) shares of common stock having a par value of One Dollar (\$ 1.00) per share.

Shares may be issued only for a consideration having a value, in the judgment of the Board of Directors, at least equivalent to the full par value of the stock to be issued. All shares issued shall be fully paid and non - assessable.

Article IV - Term of Existence

This corporation shall be effective as of June 1st 1998 , and shall have perpetual existence.

Article V - Registered Agent

The registered agent shall be :

Magin Melendez
10671 N.W. 19th Place
Pembroke Pines, Fl 33026

The Board of Directors may, from time to time, move the registered office to any other address in the State of Florida.

Article VI - Board of Directors

This corporation shall have two Directors initially. The number of Directors may be increased or diminished from time to time by By-Laws adopted by the Stockholders, but shall never be less than one (1).

Article VII - Initial Directors

The names of the initial Directors of this Corporation and their street address are:

Magin Melendez
10671 N.W. 19th Place
Pembroke Pines, Fl 33026

Elizabeth Melendez
10671 N.W. 19th Place
Pembroke Pines, Fl 33026

The persons named as initial Directors shall hold office for the first year of existence of this Corporation or until their successors are elected or appointed and have qualified, which ever occurs first.

Article VIII - Conflict of Interest

No contract between this corporation and another corporation or another individual shall be invalidated by reason of the fact that one or more of the officers or directors of this corporation are officers or directors of the said other corporation, or by reason of the fact that one or more of the officers or directors of this corporation may be the other individuals contracting with this corporation.

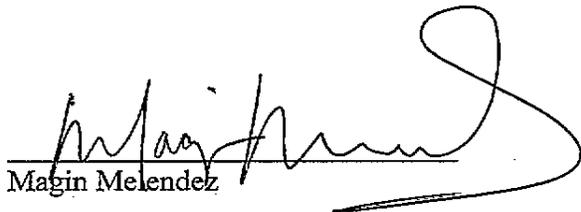
Article IX - Amendment

These Articles of Incorporation may be amended in the manner provided by law. Every amendment shall be approved by the Board of Directors, proposed by them to the stockholders, and approved at a Stockholders Meeting by at least a majority of the stock entitled to vote thereon.

Article X - Business Location

M.L. Melendez & Associates, Inc.
10671 N.W. 19th Place
Pembroke Pines, Fl 33026

IT WITNESS WHEREOF, the undersigned, as the Incorporator, has executed the foregoing Articles of Incorporation as of this 15th day of May 1998


Magin Melendez

STATE OF FLORIDA)
) SS :
COUNTY OF BROWARD)

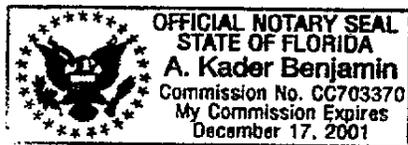
Before me , a Notary public, personally appeared,

Magin Melendez

to me known to be the person described as incorporator and who executed the foregoing Articles of Incorporation and he acknowledged before me that he subscribed to these Articles of Incorporation.

Witness by hand and official seal at Pembroke Pines, Florida County of Broward, this 15th day of MAY 1998.

A. KADER BENJAMIN 
Notary Public - State of Florida

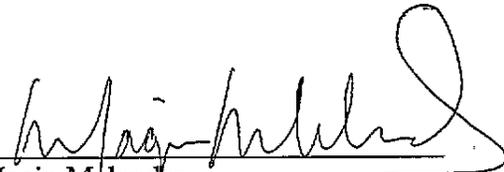


CERTIFICATE DESIGNATING THE ADDRESS AND
AN AGENT UPON WHOM PROCESS MAY BE SERVED.

M.L. Melendez & Associates, Inc. desiring to organize under the laws of the State of Florida, which will have its principal office in the County of Broward, State of Florida has named Magin Melendez, 10671 N.W. 19th Place, Pembroke Pines, Florida 33026 as its registered agent to accept the duties and responsibilities within this state.

ACKNOWLEDGMENT:

Having been named by M.L. Melendez & Associates, Inc. accept duties and responsibilities as registered agent for said corporation, I hereby certify that I am familiar with and accept to act in the capacity of Registered Agent for said corporation, and agree to comply with the applicable provision of the Florida Statutes, this 15th day of May 1998.


Magin Melendez
Registered Agent

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