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Maria T Mejido
2834 SW 33 Ave
Miami, Florida 33133
(305)446-0362

February 28, 1998

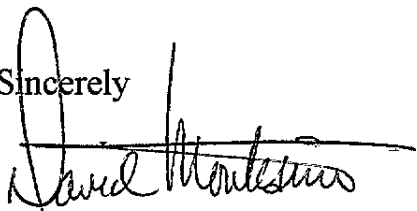
Florida Department of State
Division of Corporations
PO Box 6327
Tallahassee, Florida 32314

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****122.50 ****122.50

Dear Sir and/or Madame,

Enclosed are the Articles of Incorporation for Achilles, Inc. and check number 990 in the amount of \$ 122.50. If you need any additional information please do not hesitate to call me, thank you.

Sincerely



David Montesino

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 JUN -3 PM 2:36

RP
060398



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

April 6, 1998

MARIA T. MEJIDO
2834 S.W. 33 AVE.
MIAMI, FL 33133

SUBJECT: ACHILLES, INC.
Ref. Number: W98000007666

We have received your document for ACHILLES, INC. and your check(s) totaling \$122.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

You must list the corporation's principal office and/or a mailing address in the document.

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an existing entity. Simply adding "of Florida" or "Florida" to the end of a name is not acceptable. Please select a new name and make the correction in all appropriate places. One or more words may be added to make the name distinguishable from the one presently on file.

Please return the original and one copy of your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 487-6929.

Randall Purintun
Document Specialist

Letter Number: 198A00018261

ARTICLES OF INCORPORATION

OF

ACHILLES PROPERTIES, INC.

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS

98 JUN -3 PM 2: 37

We, the undersigned, associate for the purpose of becoming a corporation under the laws of Florida, by and under the provisions of the statues of the State of Florida, providing for the formation, liabilities, rights, privileges and immunities of corporations for profit.

ARTICLES I

The name of the corporation shall be:

ACHILLES PROPERTIES, INC.

Its business shall be carried out in the State of Florida and that such other points or places in the United States and foreign countries as may, from time to time be authorized by the Board of directors. its principal place of business shall be the State of Florida.

ARTICLE II

The general nature of the business or businesses to be transacted is any activity or business permitted under the laws of the State of Florida and of the United States of America.

ARTICLE III

The maximum number of shares of stocks this corporation is authorized to have outstanding at any time shall be 100 share at no par value.

ARTICLE IV

This corporation shall begin business with a capital of not less than one hundred dollars (\$ 100).

ARTICLE V

This corporation shall exist perpetually and is filed as a Sub-Chapter S Corporation.

ARTICLE VI

The principal place of business and/or mailing address of this corporation is 2834 SW 33 Ave, Miami, Florida 33133, and it may have such other places of business, both within and without the State of Florida and in foreign countries as may be necessary or convenient.

ARTICLES OF INCORPORATION

OF

ACHILLES PROPERTIES, INC.

ARTICLE VII

The corporation shall indemnify any officer or director or any former officer or director to the full extent permitted by law.

ARTICLE VIII

The business of this corporation shall be conducted by a Board of Directors of not less than 1 director(s), the exact number of Directors to be fixed by the By-Laws of this corporation.

ARTICLE IX

The name and post office address of the first board of Directors of this corporation, who shall hold office until the organizational meeting of this corporation, and until their successors are elected and have qualified are:

Maria Teresa Mejido
2834 SW 22 Avenue
Miami, Florida 33133

Carolina Ochoa
10657 NW 7 Street
Pembroke Pines, Florida 33026

The offices to be held by the above named director is as follows:

Maria Teresa Mejido, President & Vice President

Carolina Ochoa, Secretary/Treasurer

ARTICLE X

The names and post office addresses of each subscriber of these Articles of Incorporation, and a statement of the number of shares of stock which each agrees to take is as follows:

ARTICLES OF INCORPORATION

OF

ACHILLES PROPERTIES, INC.

Maria Teresa Mejido
2834 SW 22 Avenue
Miami, Florida 33133

100 SHARES

Carolina Ochoa
10657 NW 7 Street
Pembroke Pines, Florida 33026

-0- SHARES

The street address of the initial registered agent and the principal place of business office/ mailing address is 2834 SW 33 Avenue, Miami, Florida 33133.

ARTICLE XI

The provisions of this Charter, and each and every article and section hereof, and by-laws of this corporation shall be considered a part of every contract, and transaction to which this corporation shall be a party. Every person, association and/or corporation dealing with this corporation is hereby charged with notice and knowledge of this corporation.

IN WITNESS WHEREOF, we have hereunto set our hands and seals on this ____ day of May 25, 1998.


MARIA TERESA MEJIDO


CAROLINA OCHOA

ARTICLES OF INCORPORATION

OF

ACHILLES PROPERTIES, INC.

ACCEPTANCE OF RESIDENT AGENT

The undersigned registered agent of ACHILLES PROPERTIES, INC., a Florida Corporation hereby states that she is familiar with and accepts the duties and responsibilities as registered agent for the aforementioned corporation.


MARIA TERESA MEJIDO

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
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