

6/30/98

FLORIDA DIVISION OF CORPORATIONS
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FROM: EMPIRE CORPORATE KIT COMPANY

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NAME: ARCHITECTURE & DESIGN GROUP, INC.

AUDIT NUMBER.....H98000012160

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

CERT. OF STATUS..0

PAGES.....5

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**ARTICLES OF INCORPORATION
OF
ARCHITECTURE & DESIGN GROUP, INC**

The undersigned, for the purpose of forming a corporation under the laws of the State of Florida, does hereby adopt the following Articles of Incorporation:

ARTICLE I: NAME

The name of the corporation is: ARCHITECTURE & DESIGN GROUP, INC

ARTICLE II: DURATION

The period of duration of this corporation is perpetual unless dissolved according to law. Corporate existence shall commence upon the filing of these Articles of Incorporation.

ARTICLE III: INITIAL REGISTERED OFFICE AND AGENT

The initial Registered Office and Agent of this Corporation shall be:

ANGELA MARIA TENORIO
2829 INDIAN CREEK DRIVE - SUITE 1405
MIAMI, FLORIDA 33140 - USA

ARTICLE IV: PRINCIPAL PLACE OF BUSINESS

The principal office address of this corporation is:

2829 INDIAN CREEK DRIVE - SUITE 1405
MIAMI, FLORIDA 33140 - USA

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These Articles of Incorporation were prepared by Richard J. Lind, Attorney at Law - Florida Bar Number 320064 - 2551 Tigertail Avenue, Miami, Florida 33133 U.S.A. Telephone: (305) 858-9191

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ARTICLE V: INITIAL BOARD OF DIRECTORS

The number of persons constituting the Board of Directors of this corporation shall be one (1) initially. The name and street address of the initial Director is:

ANGELA MARIA TENORIO
CHARLES SCHWEICKERT
2829 INDIAN CREEK DRIVE - SUITE 1405
MIAMI, FLORIDA 33140 - USA

ARTICLE VI: OFFICERS

The initial President, Secretary and Treasurer of the Corporation is

ANGELA MARIA TENORIO, President
CHARLES SCHWEICKERT, Secretary
CHARLES SCHWEICKERT, Treasury

ARTICLE VII: STOCK

The maximum number of shares that this corporation is authorized to issue and have outstanding is One Thousand Shares.

ARTICLE VIII: INCORPORATOR

The name and address of the Incorporate of these Articles of Incorporation is:

ANGELA MARIA TENORIO
2829 INDIAN CREEK DRIVE - SUITE 1405
MIAMI, FLORIDA 33140 USA

ARTICLE IX: AMENDMENTS

This corporation reserves the right to amend or repeal the provisions of these Articles of Incorporation or any amendments thereto.

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*IN WITNESS WHEREOF, THE UNDERSIGNED INCORPORATOR
HAS EXECUTED THESE ARTICLES OF INCORPORATION THIS
JUNE 29, 1998.*


ANGELA MARIA TENORIO
Incorporator

These Articles of Incorporation were prepared by Richard J. Lind, Attorney at Law - Florida Bar Number
320064 - 2551 Tigertail Avenue, Miami, Florida 33133 U.S.A. Telephone: (305) 858-9191

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**CERTIFICATE OF DESIGNATION
REGISTERED AGENT & REGISTERED OFFICE**

Pursuant to the provisions of the 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:

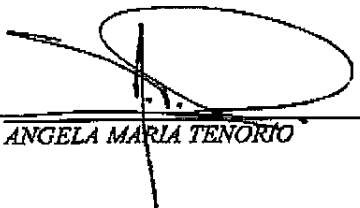
The name of this corporation is: ARCHITECTURE & DESIGN GROUP, INC

The name and address of the Registered Agent and Registered Office is:

ANGELA MARIA TENORIO
2829 INDIAN CREEK DRIVE - SUITE 1405
MIAMI, FLORIDA 33140 USA

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.

DATED: JUNE 29, 1998


ANGELA MARIA TENORIO

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TALLAHASSEE, FLORIDA

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