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TRANSMITTAL LETTER

Hialeah, Fl. June 24, 1998

Department of State
Division of Corporations
P.O. Box 6327
Tallahassee, Fl. 32314

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*****78.75 *****78.75

Subjet NILOR ENTERPRISES, INC.

Enclosed, please find herewith the original and copy of the Articles of Incorporation, as referred above, together with a check #1191 in the amount of \$78.75 this represents the filing fee & certificate.

Please return to: ALVARO V. IGLESIAS
95 E. 44th. St.
Hialeah, Fl. 33013-1815

Truly yours,

Alvaro V. Iglesias

Alvaro V. Iglesias

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SECRETARY OF STATE
TALLAHASSEE FLORIDA

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TALLAHASSEE FLORIDA

ARTICLES OF INCORPORATION

OF

NILOR ENTERPRISES, INC.

The undersigned subscriber to these Articles of Incorporation, a natural person competent to contract, hereby form a corporation under the laws of the State of Florida.

ARTICLE I - CORPORATE NAME

The name of the corporation: NILOR ENTERPRISES, INC.

ARTICLE II - DURATION

This corporation shall exist perpetually unless dissolved according to the Florida Law.

ARTICLE III - PURPOSE

This corporation is organized for the purpose of engaging in any activities or business permitted under the laws of the United States and the State of Florida.

ARTICLE IV - CAPITAL STOCK

The corporation is authorized to issue (500) shares of ONE DOLLAR (\$1.00) par value common stock, which shall be designated common shares.

ARTICLE V - PLEDGE, SALE, TRANSFER

The pledge, sale, transfer or other disposition of the capital stock may be governed and restricted By-Laws of written agreement amongst the stockholders which shall be on file in the office of the officers of the corporation.

The By-Laws may provide for cumulative voting by the corporation

ARTICLE VI - INITIAL ADDRESS

The initial post office address and registered office of the corporation in the State of Florida shall be:

3931 N.W. 12 Ter. Miami, Fl. 33126

The Board of Directors may from time to time move the principal office to any other address within the State of Florida.

ARTICLE VII INITIAL BOARD OF DIRECTORS

This corporation shall have one director (s) initially, the number of directors may either increased or decreased from time to time by the By-laws, but shall never be less than one.

The name and address of the initial directors of the corporation are as follows:

Elizabeth Nieves - President/Treasurer
13381 S.W. 46 Ter. Miami, Fl. 33175

Rolando J. Lorenzo -Vice-President/Secretary
13381 S.W. 46 Ter. Miami, Fl. 33175

ARTICLE VIII INITIAL REGISTERED OFFICE AND AGENT

The name and address of the initial Registered Agent of this corporation is:

Elizabeth Nieves -13381 S.W. 46 Ter. Miami, Fl. 33175

ARTICLE IX INCORPORATOR

The name and address of the person signing these Artcicles of Incorporation is as follows:

Elizabeth Nieves -13381 S.W. 46 Ter. Miami, Fl. 33175

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation this 24th. day of June, 1998

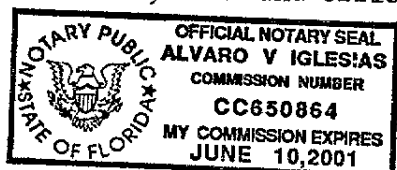
Elizabeth Nieves

Elizabeth Nieves - President -

STATE OF FLORIDA)
COUNTY MIAMI-DADE)

I hereby that on this day personally appeared before me, an officer duly authorized to take acknowledgments and administer oaths in the State of Florida, Elizabeth Nieves to me well known to be the person described in and who executed the foregoing Articles of Incorporation, and who acknowledged before me that he executed the same freely and voluntarily for the purpose therein expresed.

WITNESS my hand and official seal this 24th. day of June, 1998



Alvaro V. Iglesias

Alvaro V. Iglesias -Notary
Public-

My commission expires: 06/10/2001

CERTIFICATE DESIGNATING

REGISTERED AGENT/REGISTERED OFFICE

Pursuant to the provisions to Section 606.325 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.- Name of the Corporation:

NILOR ENTERPRISES, INC.

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

Elizabeth Nieves
13381 S.W. 46 Ter.
Miami, Fl. 33175

HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION, AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATIVE TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES, AND I ACCEPT THE DUTIES AND OBLIGATIONS OF SECTION 607.325 FLORIDA STATUTES.

MIAMI, FLORIDA 24th. OF JUNE, 1998

Elizabeth Nieves

Elizabeth Nieves

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TALLAHASSEE FLORIDA