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FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
98 SEP 28 PM 2:31

Diosdado Hassan  
P.O. Box 450457  
Miami, FL 33245-0457

300002632923--2--  
-09/04/98-01127-002  
\*\*\*\*122.50 \*\*\*\*122.50

To whom it may concern:

This is in response to your letter returning my application for incorporation because it was not clear what my mailing address is.

My mailing address is:

P.O. Box 450457  
Miami, FL 33245-0457

My business location address is:


1960 E. 4 Avenue  
Hialeah, FL 33010

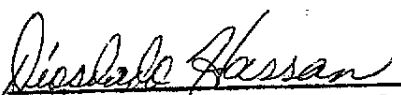


My home address is:

441 Totolochee Drive  
Hialeah, FL 33010

The reason I have listed all these addresses is because I presently have my office at 1960 E. 4 Avenue, but I am moving to 441 Totolochee Drive on 9/20/98 and this will be where I will be working from. All correspondence should be sent to P.O. Box 450457 Miami, FL 33245. My telephone number during the day is (305)978-0719 or (305)710-0719 should you have any questions. I apologize for the delay and inconvenience and thank you for your concern of this matter.

Sincerely,

  
Diosdado Hassan  
Vertical Professionals

 GAVE  
AUTHORIZATION BY PHONE TO  
CORRECT   
DATE 9/28/98  
DOC. EXAM 

789,2569,2551,2550  
- 20/98-20568

D. BROWN SEP 28 1998



FLORIDA DEPARTMENT OF STATE  
Sandra B. Mortham  
Secretary of State

September 9, 1998

DIOSDADO HASSAN  
POST OFFICE BOX 450457  
MIAMI, FL 33245-0457

SUBJECT: VERTICAL PROFESSIONALS, INC.  
Ref. Number: W98000020568

We have received your document for VERTICAL PROFESSIONALS, 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.

We regret that we were unable to contact you by phone. Please return the corrected document with a letter providing us with an address and telephone number where you can be reached during working hours.

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) 487-6972.

Doris Brown  
Document Specialist

Letter Number: 098A00045883

ARTICLES OF INCORPORATION  
OF  
VERTICAL PROFESSIONALS, INC.

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
98 SEP 28 PM 2:31

ARTICLE I -- NAME

The name of this corporation is VERTICAL PROFESSIONALS, INC.  
441 TOTOLOCHEE MAILING ADDRESS: PO BOX 450457  
HIALEAH, FL 33010 MIAMI, FL 33245-0457.

ARTICLE II -- DURATION

This corporation shall have a perpetual existence commencing on the date of this filing of these ARTICLES with the Department of State.

ARTICLE III -- PURPOSE

This corporation is organized for the purpose of transacting any or all lawful business for which corporations may be incorporated under Chapter 607, Florida Statutes, as now exists or may after the amended.

ARTICLE IV -- CAPITAL STOCK

This corporation is authorized to issue 500 shares of One Dollar (\$1.00) par value common stock which shall be designated as "Common Shares."

ARTICLE V -- PRE-EMPTIVE RIGHTS

Every shareholder, upon the sale for cash of any new stock of this corporation, shall have the right to purchase his pro-rata share thereof (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

ARTICLE VI -- INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this corporation is 1960 East 4th Avenue; Hialeah, Florida 33010, and the name of the initial registered agent of this corporation at that address is Diosdado Hassan.

ARTICLE VII -- INITIAL BOARD OF DIRECTORS

This corporation shall have one Director constituting the initial Board of Directors. board of directors. The number of directors may either increase or decrease from time to time by the bylaws; however, there shall never be less than one Director nor more than five. The name and address of the initial Board of Directors of the corporation is:

Diosdado Hassan  
Mailing Address:  
PO Box 450457  
Miami, FL 33245-0457  
Physical Address:  
441 Totolochee  
Hialeah, FL 33010

#### ARTICLE VIII -- INCORPORATORS

The name and address of the Incorporator signing these articles is: Diosdado Hassan,  
Mailing Address: PO Box 450457 Miami, FL 33245-0457; Physical Address: 441  
Totolochee, Hialeah, FL 33010.

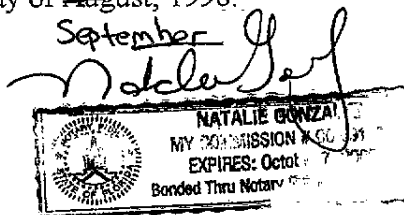
#### ARTICLE IX -- INDEMNIFICATION

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

#### ARTICLE X -- AMENDMENT

This corporation reserves the right to amend or repeal any provisions contained in these  
Articles of Incorporation, or any amendment hereto, by a majority of the vote of the  
Board of Directors, and any right conferred upon the shareholders is subject to this  
reservation.

IN WITNESS WHEREOF, the undersigned Incorporator has executed these Articles of  
Incorporation on the 31<sup>st</sup> day of August, 1998.



*Diosdado Hassan*

Diosdado Hassan,  
Incorporator

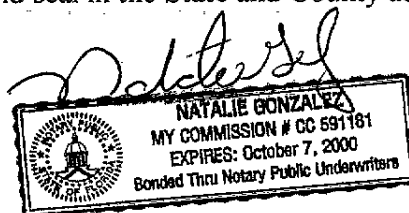
STATE OF FLORIDA  
COUNTY OF DADE

BEFORE ME, a Notary Public authorized to take acknowledgments in the State and  
County set forth above, personally appeared Diosdado Hassan, known to be and known  
by me to be the person who executed the foregoing Articles of Incorporation, and he  
acknowledged before me that he executed those Articles of Incorporation.

IN WITNESS WHEREOF, I have set my hand and seal in the State and County above,  
this 1<sup>st</sup> day of September, 1998.

NOTARY PUBLIC, State of Florida  
at Large

My commission expires:



CERTIFICATE OF DESIGNATING  
REGISTERED AGENT/REGISTERED OFFICE

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
98 SEP 28 PM 2:31

Pursuant to the provisions of Section 607.325, 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. The name of the corporation is: Vertical Professionals, Inc.
2. The name and address of the registered agent and office is:

Diosdado Hassan  
1960 East 4th Avenue  
Hialeah, FL 33010

Mailing Address:  
P.O. Box 450457  
Miami, FL 33245-0457

Signature *Diosdado Hassan*  
Title *President/owner*  
Date *8/31/98*

HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION, AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY AGREE TO ACT IN THIS CAPACITY, AND I FURTHER 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.

Signature *Diosdado Hassan*  
Date *8/31/98*