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Law Office of William J. DiPetrillo
5001 Hiatus Rd.
Sunrise, FL 33351

Dated: October 8, 1998

Secretary of State
P.O. Box 6327
Division of Corporations
The Capital
Tallahassee, FL 32314

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*****70.00 *****70.00

Re. Incorporation Documents

Dear Sir:

Enclosed for filing is an executed copy of the Articles of Incorporation and an executed copy of the registered agent's written acceptance of his appointment as registered agent for Zudaire Enterprises, Inc.

Please forward to me a copy of the documents showing the appropriate "Filed" and the time, day, month and year.

Very truly yours,

William J. DiPetrillo

Prepared by:
William J. DiPetrillo
5001 Hiatus Road
Sunrise, FL 33351

FILED
98 OCT 13 AM 8:47
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

WJP
10/14/98

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**ARTICLES OF INCORPORATION
OF
ZUDAIRE ENTERPRISES, INC.**

FILED

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**SECRETARY OF STATE
TALLAHASSEE, FLORIDA**

The undersigned subscribes to these Articles of Incorporation, natural person,
competent to contract, does hereby form a corporation for profit under the laws of the
State of Florida. Corporate existence shall begin upon acceptance of these Articles. This
corporation is to be a Small Business Corporation as defined in Section 1244 Subdivision
(c) (2) of the Internal Revenue Code.

ARTICLE I. Name. The name of the Corporation is

ZUDAIRE ENTERPRISES, INC.

Article II. Term of Existence. This corporation shall have perpetual existence.

Article III. Nature of Business. This corporation will engage in any legal business
permitted under the laws of the United States and of this State.

Article IV. Capital Stock. This corporation authorized to issue 1000 shares with \$1.00
par value.

Article V. Voting Rights. Except as otherwise provided by law, the entire voting
power for the election of Directors and for all other purposes shall be vested exclusively
in the holders of the outstanding common shares.

Article VI. Preemptive Rights. Every shareholder upon the sale for cash of any new
stock of this corporation of the same kind, class or series as that which he already holds,
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 VII. Initial Registered Office and Agent. The Street address of the initial registered office of the corporation is **2189 N STATE ROAD 7, MARGATE, FL 33063**

The name of the initial registered agent of the corporation at that address is **Antonio Daniel Dopazo.**

ARTICLE VIII. INITIAL BOARD OF DIRECTORS. The corporation shall have 1 Director(s) initially. The number of Directors may be either increased or diminished from time to time by the by - laws but never less than one.

ARTICLE IX. INCORPORATOR. The person signing these Articles of Incorporation has the following name and address:

**Antonio Daniel Dopazo
2189 N STATE ROAD 7, MARGATE, FL 33063**

ARTICLE X. BY-LAWS. The power to adopt, alter, amend or repeal by-laws shall be vested in the Board of Directors and the shareholders.

ARTICLE XI. AMENDMENT. The corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment thereto, and any right conferred upon the shareholders is subject to this reservation.

ARTICLE XII. The street address of the principal place of business is **2189 N. STATE RD. 7, MARGATE, FL 33063.**

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of
Incorporation this 4 Day of October, 1998

[Signature] (SEAL)

STATE OF FLORIDA

COUNTY OF BROWARD

BEFORE ME, the undersigned authority, personally appeared, ANTONIO DANIEL DOPAZO
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 the same for the use and
purpose therein expressed.

WITNESS my hand and official seal this 4 Day of October, 1998

[Signature]

NOTARY PUBLIC

Commission Expires:



Sonia Bortolin
MY COMMISSION # CC644575 EXPIRES
May 6, 2001
BONDED THRU TROY FAIR INSURANCE, INC.

CONSENT TO APPOINTMENT AS REGISTER AGENT

TO: FLORIDA SECRETARY OF STATE, Division of Corporations, Department of
State, Tallahassee, Florida 32304.

I, **Antonio Daniel Dopazo**, do hereby consent to serve as Registered Agent for
the corporation **ZUDAIRE ENTERPRISES, INC.**

This 4 Day of October, 1998


ANTONIO DANIEL DOPAZO

Address of Registered Agent:
2189 N. State Road 7
Margate, FL 33063

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