10/29/98 WBLIC ACCESS SYSTEM ELECTRONIC FILING COVER SHEET

{((H98000020176 71))

TO: DIVISION OF CORPORATIONS

FAX #: (850)487-6013

FROM: ACE INDUSTRIES, INC.

ACCT#: 070744001530

CONTACT: PAM FRIEDMAN PHONE: (305)358-2571

FAX #: (305)358-7832

NAME: INDPROCOL, INC.

AUDIT NUMBER..... 198000020176

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

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ARTICLES OF INCORPORATION

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Article 1: Name of Corporation: INDPROCOL, INC.

Address of Corporation: 2855 NORTHWEST 112th AVENUE, SUITE #7

MIAMI, FL 33172

Article 2: CAPITAL STOCK: The number of shares which the corporation has authorized to be outstanding at any one time is 1.000 , with a par value of _____.

(PAR VALUE IS NOT REQUIRED).

Article 3: REGISTERED AGENT: RAFAEL O. MORALES

REGISTERED OFFICE: 2855 NORTHWEST 112th AVENUE, SUITE #7

MIAMI, FL 33172

* I am familiar with and hereby accept the duties and responsibilities as Registered Agent for said corporation.

10 / 29 / 98 Date

Signature of Registered Agent

Article 4: The Board of Directors are: (Board of Directors is NOT REQUIRED).

First listed is President, second is Vice President, then Secretary/Treasurer.

1.

2.

3.

Article 5: The NAME and ADDRESS of the INCORPORATOR is:

RAFAEL O. MORALES

2855 NORTHWEST 112th AVENUE, SUITE #7

MIAMI, FL 33172

In witness whereof, I have subscribed my name:

Signature of Incorporated

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Prepared by: Ace Industries, Inc., 54 NW 11th Street, Miami, FL 33136, (305) 358-2571