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To:

Division of Corporations  
Fax Number : (850) 922-4001

From:

Account Name : FAS-T CORP. AGENTS, INC.  
Account Number : 071001002335  
Phone : (305) 599-0839  
Fax Number : (305) 716-0346

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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**FLORIDA PROFIT CORPORATION OR P.A.**

**M.T. GROUP OF SOUTH FLORIDA, CORP.**

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**FLORIDA DEPARTMENT OF STATE**  
**Sandra B. Mortham**  
Secretary of State

November 12, 1998

FAS-T CORP. AGENTS, INC.

SUBJECT: M.T. GROUP OF SOUTH FLORIDA, CORP.  
REF: W98000025512

We received your electronically transmitted document. However, the document has not been filed. Please make the following corrections and refax the complete document, including the electronic filing cover sheet.

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Beth Register  
Corporate Specialist Supervisor

FAX Aud. #: H98000021014  
Letter Number: 898A00054667

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ARTICLES OF INCORPORATION  
OF

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M.T. GROUP OF SOUTH FLORIDA, CORP.

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

The undersigned incorporator(s), for the purpose of forming a corporation under the Florida General Corporation Act, hereby adopt(s) the following Articles of incorporation.

ARTICLE I NAME

The name of the corporation shall be:

M.T. GROUP OF SOUTH FLORIDA, CORP.

The principal place of business of this corporation shall be:

8501 NW 72 St.  
Miami, FL 33166

ARTICLE II NATURE OF BUSINESS

This corporation may engage in or transact any or all lawful activities or business permitted under the laws of the United States, the State of Florida, or any other state, country, territory or nation.

ARTICLE III CAPITAL STOCK

The aggregate number of shares of stock and its value that this corporation is authorized to have outstanding at any one time is: 1,000 Shares \$1.00 Par Value

ARTICLE IV TERM OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE V OFFICERS DIRECTORS

The name(s) and street address(es) of the initial officer(s) and director(s), if any, who shall hold office the first year of the corporation's existence or until their successor(s) is(are) elected, is(are):

DIRECTOR:

Felix De Lima, 95% of the shares.  
4865 NW 97 Ct.  
Miami, FL 33122

DIRECTOR:

Marcos Monroy, 5% of the shares.  
8501 NW 72 St.  
Miami, FL 33166

Prepared by: Michael I. Santucci, Esq.

FBN 0105260  
5201 NW 74th. Ave.  
Miami, FL 33166  
1-800-714-6191


ARTICLE VI INCORPORATOR(S)

The name(s) and street address(es) of the incorporator(s) to this articles of incorporation is(are):

Felix De Lima,  
4865 NW 97 Ct.  
Miami, Fl 33122

IN WITNESS WHEREOF, the undersigned incorporator(s)  
has (have) executed these Articles of Incorporation  
this, 11th. day of November 1998

Signature(s) of Incorporator(s)



CERTIFICATE OF DESIGNATION  
REGISTERED AGENT/REGISTERED OFFICE

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:

M.T. GROUP OF SOUTH FLORIDA, CORP.

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

Felix De Lima, 8501 NW 72 St.

(P.O. BOX NOT ACCEPTABLE)

Miami, Fl 33166

(CITY/STATE/ZIP)

SIGNATURE

TITLE

DATE

DIRECTOR

11/11/98

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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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

DATE

DIRECTOR

11/11/98