P980 July 1999 B.B.A. Accountant

1070 W. 48 Street Hialeah, FL 33012

Phone (305) 362-0031 Fax (305) 558-0318

December 8, 1998

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

500002711545--5 -12/14/98--01078--019 *****78.75 *****78.75

Gentlemen:

Enclosed find the Articles of Incorporation of

Rey's Supplies, Inc. and check for \$ 78.75 covering

the following fees:

Filing fee 35.00 Registered Agent Designation 35.00 Certified

Copy

8.75

Total

78.75

Sincerely,

slando Storen

DIVISION OF CORPORATION
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CERTIFICATE OF INCORPORATION

OF

REY'S SUPPLIES, INC.

WE. the undersigned, hereby associate ourselves together for the purpose of becoming a Corporation under the Laws of the State of Florida, under the provisions of the Statutes of the State of Florida providing for the formation, liability, rights, privileges and immunities of a Corporation for profit, generally, and hereby make, subscribe, acknowledge and file this Certificate for the purpose of becoming a Corporation under the Laws of the State of Florida.

ARTICLE I

Name of the Corporation

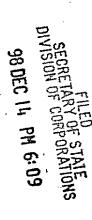
The name of this Corporation shall be Rey's Supplies, Inc.

ARTICLE II

Nature of Business

The general nature of the business to be transacted by this Corporation is:

Transact any and all lawful business.



ARTICLE III Capital Stock

The maximum number of shares of capital stock authorized to be issued by this Corporation shall be 10 shares shares, each having a par value of \$50.00 (Par value) of said shares of stock shall entitle the holder thereof to one (1) vote at any meeting of the stockholders. All or any part of said capital stock may be paid for in cash, in property, or in labor or services at a fair valuation to be fixed by the incorporator, or by the Board of Directors, at a meeting called for such purpose. All stock when issued shall be fully paid for and shall be non-assessable.

ARTICLE IV Initial Capital

The amount of capital with which this Corporation shall begin business shall be Five Hundred Dollars (\$500.00).

ARTICLE V Term of Existence

This Corporation shall be perpetual existence.

ARTICLE VI Principal Office

The following shall be the street address and the principal office of this Corporation, but the Corporation shall have the power to move the principal office to any other address in the State of Florida, and to establish branch offices and other places of business at such other places within or without the State of Florida that may be deemed expedient: 7331 Coral Way Suite 267-A

Miami, Fl 33155

ARTICLE VII Directors

There shall be a Board of Directors for this

Corporation which shall consist of one persons. The

number of Directors may be increased or diminished from time
to time as determined by the By-Laws, but shall never be less
than one Each of said Directors shall be of full age
and at least one of them shall be a citizen of the United States.

Any Director may be removed at any annual or special meeting
of stockholders called in accordance with the By-Laws of
the Corporation, by the same vote as that required to elect
a Director.

ARTICLE VIII Initial Board of Directors

The names and addresses of the first Board of Directors is as follows:

Names

Addresses

Office Property of the Contract of the Contrac

Rinaldo Rodriguez

3889 N.W. 2nd Street Miami, Fl 33126

President

The private property of the stockholders shall not be subject to the payment of the Corporation's debt to any extent whatsoever.

The members of the first Board of Directors, unless otherwise provided by the By-Laws, shall hold office for the first year of the existence of the Corporation or until their successors are elected or appointed and have qualified.

ARTICLE IX Subscribers

The names and addresses of each subscriber to these Articles of Incorporation and the number of shares of stock each agrees to purchase are:

				No. of
Names	Addresses	•	•	Shares

Rinaldo Rodriguez

3889 N.W. 2nd Street ____10 100% Miami, Fl 33126

ARTICLE X

Conflict of Interest

No contract or other transaction between this Corporation and any other Corporation, and no act of this Corporation shall in any way be affected or invalidated by the fact that any of the officers of this Corporation are pecuniarily or otherwise interested in, or are Directors or officers of, such other Corporation; any Director individually, or any firm of which any Director may be a member, may be a party to, or may be pecuniarily or otherwise interested in any contract or transaction of this Corporation, provided that the fact that he or such firm is so interested shall be disclosed or shall have been known to the Board of Directors or a majority thereof, and any Director of this Corporation or who is so interested may be counted in determining the existence of a quorum at any such meeting of the Board of Directors, and may vote at any such meeting of the Board of Directors of this Corporation, which shall authorize any such contract or transaction, with like force and effect as if he were not such a Director or officer of such other Corporation or not so interested.

ARTICLE XI Amendment

The Corporation reserves the right to amend, alter, change or repeal any provision contained in these Articles of Incorporation in the manner now or hereafter prescribed by the Laws of the State of Florida, and all rights conferred upon the stockholders herein are subject to this reservation.

IN WITNESS WHEREOF, WE, the undersigned, have executed these Articles of Incorporation for the uses

and purposes stated therein this 8th day of December, 1998

X Kinaldo Rodriguez

Rinaldo Rodriguez President.

STATE OF FLORIDA

SS:

COUNTY OF DADE

WITNESS my hand and official seal in the County and State above named, this 8th day of December, 1998

ORLANDO PIFERRER
MY COMMISSION # CC 727998
EXPIRES: May 8, 2002
Bonded Thru Notary Public Underwriters

NOTARY PUBLIC, State of Florida

CERTIFICATE DESIGNATING CHANGE OF PLACE OF BUSINESS OR DOMICILE FOR THE SERVICE OF PROCESS WITHIN THIS STATE, NAMING AGENT UPON WHOM PROCESS MAY BE SERVED.

In pursuance of Chapter 48.091, Florida Statutes, the following is submitted, in compliance with said Act:

First -- That Rey's Supplies, Inc.

qualified to do business under the laws of the State of Florida with its principal office at 7331 Coral Way Suite 267-ACounty of Miami Dade

State of Florida 33155
State of Florida

has appointed Rinaldo Rodriguez 3889 N.W. 2nd Street

(Street address and number of building, Post Office Box address not acceptable)

City of Miami , County of Miami Dade

State of Florida, as its agent to accept service of process within this state.

ACKNOWLEDGEMENT: (MUST BE SIGNED BY DESIGNATED AGENT)

Having been mamed to accept service of process for the above stated corporation, at place designated in this certificate, I hereby accept to act in this capacity, and agree to comply with the provision of said Act relative to keeping open said office.

(Registered Agent)
Rinaldo Rodriguez

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