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Florida Department of State
Division of Corporations
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FLORIDA PROFIT CORPORATION OR P.A.

PRICE & TORCHON INC.

Certificate of Status	1
Certified Copy	0
Page Count	02
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ARTICLES OF INCORPORATION
OF

PRICE & TORCHON INC.

ARTICLE I. CORPORATE NAME.

The name of this corporation is Price & Torchon, Inc..

ARTICLE II. PRINCIPAL OFFICE.

The principal place of business and mailing address of this corporation are 484 NW 165th Road
#A415 Miami, FL 33169.

ARTICLE III. CAPITAL STOCK.

The number of shares of stock that this corporation is authorized to have outstanding at any one
time is 1000.

ARTICLE IV. INITIAL REGISTERED AGENT AND OFFICE.

The name and address of the initial registered agent are Ralph Francois, Esq. 1820 NE 163rd Street,
305 North Miami, FL 33162.

Anthony C. Box
200 South Biscayne, Suite 3300
Miami, Florida 33131
305-358-9900

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ARTICLE V. INCORPORATORS.

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The names and street addresses of the incorporators to these articles of incorporation are Hans Price 484 NW 165th Road #A415 Miami, Florida 33169; Lucien Torchon 3545 NW 32nd Court, Lauderdale Lakes, Florida 33309.

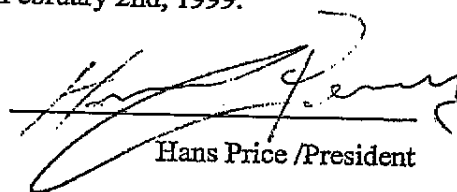
ARTICLE VI. OFFICERS

The names and addresses of the initial officers are:

President: Hans Price 484 NW 165th Road #A415 Miami, Florida 33169

Vice President and Secretary: Lucien Torchon 3545 NW 32nd Court, Lauderdale Lakes, Florida 33309.

The undersigned has executed these articles of incorporation on February 2nd, 1999.


Hans Price /President

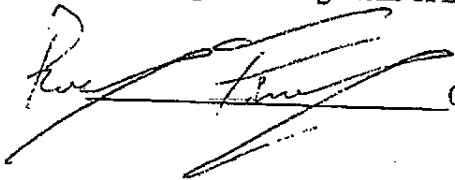
**CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT/REGISTERED OFFICE**

Pursuant to the provisions of section 607.0501, Florida Statutes, the undersigned Corporation
Organized under the laws of the state of Florida, submits the following statement in designating
the registered agent, in the state of Florida.

The name of the corporation is: Price & Torchon Inc..

The Name of the Registered Agent and office is : Ralph Francois, Esq. 1820 NE 163rd Street, #
305 North Miami, FL 33162.

Having been named as registered agent and to accept service of process for the above stated
corporation at the place designated in this certificate. I hereby accept the appointment as
registered agent and agree to act in this capacity. I further agree to comply with the provisions of
all statutes relating to the proper and complete performance of my duties, and I am familiar with
and accept the obligations of my position as registered agent.

 On 2-2-99

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