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Florida Department of State  
Division of Corporations  
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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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**FLORIDA PROFIT CORPORATION OR P.A.****Z AND S ENTERPRISES, INC.**

Certificate of Status	0
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ARTICLES OF INCORPORATION  
OF

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

Z AND S ENTERPRISES, INC.

The undersigned, for the purpose of forming a corporation under the laws of the State of Florida, does hereby adopt the following Articles of Incorporation:

ARTICLE I: NAME

The name of the corporation is: Z AND S ENTERPRISES, INC.

ARTICLE II: DURATION

The period of duration of this corporation is perpetual unless dissolved according to law. Corporate existence shall commence upon the filing of these Articles of Incorporation.

ARTICLE III: INITIAL REGISTERED OFFICE AND AGENT

The initial Registered Office and Agent of this Corporation shall be:

Jaime Zuleta  
7500 N.W. 25<sup>th</sup> Street, Suite 203  
Miami, Florida 33122

ARTICLE IV: PRINCIPAL PLACE OF BUSINESS

The principal office address of this corporation is:

7500 N.W. 25<sup>th</sup> Street, Suite 203  
Miami, Florida 33122

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These Articles of Incorporation were prepared by Richard J. Lind, Attorney at Law - Florida Bar Number 320064 - 2551 Tigertail Avenue, Miami, Florida 33133 U.S.A. Telephone: (305) 858-9191

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ARTICLE V: INITIAL BOARD OF DIRECTORS

The number of persons constituting the Board of Directors of this corporation shall be one (1) initially. The name and street address of the initial Director is :

Jaime Zuleta  
7500 N.W. 25<sup>th</sup> Street, Suite 203  
Miami, Florida 33122

ARTICLE VI: OFFICERS

The initial President, Vice-president, Secretary and Treasurer of the Corporation are:

Jaime Zuleta  
President and Treasure

Rubiela Ochoa  
Vice-President and Secretary

ARTICLE VII: STOCK

The maximum number of shares that this corporation is authorized to issue and have outstanding is One Thousand Shares.

ARTICLE VIII: INCORPORATOR

The name and address of the Incorporator of these Articles of Incorporation is:

Jaime Zuleta  
7500 N.W. 25<sup>th</sup> Street, Suite 1203  
Miami, Florida 33122

ARTICLE IX: AMENDMENTS

This corporation reserves the right to amend or repeal the provisions of these Articles of Incorporation or any amendments thereto.

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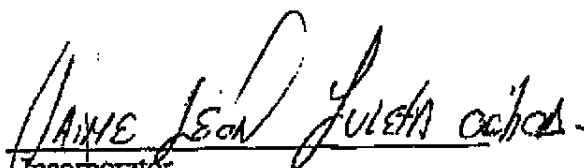
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IN WITNESS WHEREOF, THE UNDERSIGNED INCORPORATOR

HAS EXECUTED THESE ARTICLES OF INCORPORATION THIS 22nd

DAY OF FEBRUARY 1999

  
Incorporator

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320064 - 2551 Tigertail Avenue, Miami, Florida 33133 U.S.A. Telephone: (305) 858-9191

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CERTIFICATE OF DESIGNATION  
REGISTERED AGENT & REGISTERED OFFICE

Pursuant to the provisions of the 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:

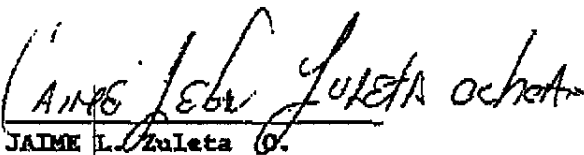
The name of this corporation is: **Z AND S Enterprises, Inc.**

The name and address of the Registered Agent and Registered Office is:

**JAIME ZULETA**  
**7500 NW 25th Street, Suite 203**  
**Miami, Florida 33133**

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.

DATED: February 22, 1999

  
JAIME L. Zuleta

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TALLAHASSEE, FLORIDA

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