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SECRETARY OF STATE
TALLAHASSEE, FLORIDA TRANSMITTAL LETTER

Sunrise, March 2, 1999

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****78.75 ****78.75

Secretary of State
Division of Corporations
P. O. Box 6327
Tallahassee, FL 32314

SUBJECT: MILLENNIUM ADVANCE CORPORATION

Enclosed is an original and one (1) copy of the articles of incorporation and a check in the amount of \$ 78.75 for filing fee and certificate.

FROM: Mr. Guillermo Contreras
2962 NW 109 Terr
Sunrise, FL 33322-1859
Telephone-Fax: 954/741-3756

PH 3/26/99✓

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ARTICLES OF INCORPORATION
OF

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

MILLENNIUM ADVANCE CORPORATION

The undersigned incorporators, for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopt the following Articles of Incorporation.

ARTICLE I - NAME

The name of the corporation (hereinafter called the "Corporation") shall be: MILLENNIUM ADVANCE CORPORATION.

ARTICLE II - PRINCIPAL OFFICE

The principal place of business and mailing address of this corporation shall be: 2962 NW 109 Terr., Sunrise, Fl 33322.

ARTICLE III - SHARES

The number of shares of stock that this corporation is authorized to have outstanding at any one time is: ONE HUNDRED of shares of common stock having no par value.

ARTICLE IV - INITIAL REGISTERED AGENT

The name and address of the initial registered agent is: Mr. Guillermo Contreras at 2962 NW 109 Terr, Sunrise, Fl 33322.

ARTICLE V - INCORPORATORS

The names and street addresses of the incorporators to these Articles of Incorporation are:

Name:	Address:
Alejandro Rodriguez	2962 NW 109 Terr Sunrise, Fl 33322
Gloria Rodriguez	2962 NW 109 Terr Sunrise, Fl 33322

ARTICLE VI - THE PURPOSE

The nature of the business and of the purposes to be conducted and promoted by the "corporation", which shall be in addition to the authority of the corporation to conduct any lawful act of activity for which corporations may be incorporated under Chapter 607 of the Florida Statutes, is as follows:

To purchase, receive, take by grant, gift, devise, bequest or otherwise acquire, own, hold, improve, employ, use and otherwise deal in and with real or personal property, or any interest therein, wherever situated, and to sell, convey, lease, exchange, transfer or otherwise dispose of, or mortgage or pledge, all or any of its property and assets, or any interest therein, wherever situated.

To carry on a general mercantile, and trading business in all its branches; to install, service, maintain, alter, buy, sell, import, export, lease as lessor or lessee, distribute, job enter into, negotiate, execute, acquire, grant, and assign licensing arrangements, options, franchises, and other rights in respect of, and generally deal in and with, at wholesale and retail, as principal, and as sales, business, special, or general agent, representative, broker, factor, merchant, distributor, jobber, advisor, and in other lawful capacity, goods, wares, merchandise, commodities, and unimproved, improved, finished, processed, and other real, personal, and mixed property of any and all kinds, together with the components, resultants, and by-products thereof.

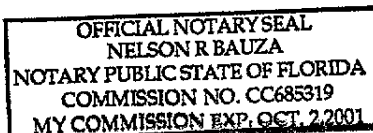
To do any and all other powers which a copartnership or natural person could do and exercise and which now or hereafter may be authorized by law.

IN WITNESS WHEREOF, the incorporators have hereunto set their hand this 12th day of March, 1999.

Sworn to and subscribed before me this
the 12th day of March, 1999.

NOTARY PUBLIC - STATE OF FLORIDA

My commission expires:



CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT/REGISTERED OFFICE

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SECRETARY OF STATE
FLORIDA

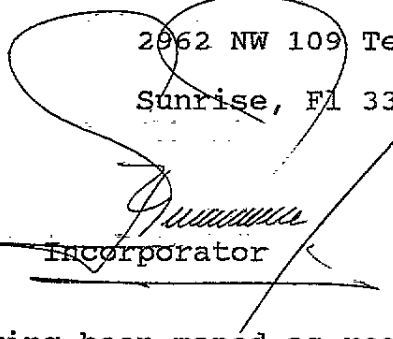
PURSUANT TO THE PROVISIONS OF SECTION 607.0501, FLORIDA STATUTES,
THE UNDERSIGNED CORPORATION, ORGANIZED UNDER THE LAWS OF THE
STATE OF FLORIDA, SUBMITS THE FOLLOWING STATEMENT IN DESIGNATING
THE REGISTERED OFFICE/REGISTERED AGENT, IN THE STATE OF FLORIDA.

1. The name of the corporation is: MILLENNIUM ADVANCE CORPORATION.
2. The name and address of the registered agent and office are:

Guillermo Contreras


2962 NW 109 Terr

Sunrise, FL 33322

3.  Incorporator

 Incorporator

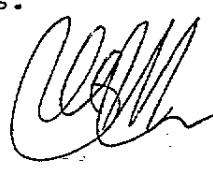
Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this certificate, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating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

Signature: 

Date: March 12, 1999

Sworn to and subscribed before me
this the 12th day of March, 1999.

Notary Public-State of Florida
My commission expires:



OFFICIAL NOTARY SEAL
NELSON R BAUZA
NOTARY PUBLIC STATE OF FLORIDA
COMMISSION NO. CC685319
MY COMMISSION EXP. OCT. 2, 2001