

P990000032250

Florida Department of State

Division of Corporations

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EFFECTIVE DATE

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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

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TALLAHASSEE FLORIDA

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FLORIDA PROFIT CORPORATION OR P.A.

ORLEO CORP.

Certificate of Status	0
Certified Copy	1
Page Count	06
Estimated Charge	\$78.75

B. McKnight APR 08 1999



FLORIDA DEPARTMENT OF STATE
Katherine Harris
Secretary of State

April 7, 1999

FAS-T CORP

SUBJECT: ORLEO CORP.
REF: W99000008297

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.

You must list the corporation's principal office and/or a mailing address in the document.

Article 8 states there will be 1 director(s), whereas 2 is/are listed.

If you have any further questions concerning your document, please call (850) 487-6931.

Becky McKnight
Document Specialist

FAX Aud. #: H99000008136
Letter Number: 399A00017514

ARTICLES OF INCORPORATION

OF

ORLEO CORP.

EFFECTIVE DATE

4-5-99

The undersigned, in order to form a corporation for the purposes hereinafter states, by and under the provisions of the Statutes of the State of Florida, do hereby subscribe to these Articles of Incorporation.

ARTICLE I - NAME

The name of this corporation is: ORLEO CORP.
The principal place of business is: 218 NW 25th Street
Miami, Florida 33127

ARTICLE II - DURATION

This corporation shall have perpetual existence. The corporate existence commences at the date of execution and acknowledgment of these Articles on the 5th day of April, 1999.

ARTICLE III - PURPOSE

This corporation is organized for the following purposes:

a. To purchase, sell, lease, operate, own hold, transfer, convey, mortgage, or otherwise encumber, trade, exchange, and generally deal in real estate and personal property of every kind, nature and description wherever located, both tangible and intangible and including choses in action, either as owner,

Prepared By: CARLOS M. RIPPES 1
24 East 5th Street Suite 2-E
Hialeah, Florida 33010
Phone#(305)-887-0343

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broker, agent or factor.

b. In the purchase of acquisition of property, business rights or franchise, or for additional working capital, or for any other objective in or about its business affairs and without limit as to amount; to incur debts and to raise, borrow and secure the payment of money in any lawful manner, including the issue and sale or other disposition of bonds, evidences of indebtedness, whether secured by mortgage, pledge, deed of trust or otherwise. The corporation may issue its stock for any lawful purposes, including the acquisition of any other entity.

c. To engage in any or all lawful activity and to institute, participate in and promote commercial, mercantile, financial and industrial enterprises and operations, and for the purpose of transacting any or all lawful business.

ARTICLE IV - POWER

This corporation shall have all of the corporate powers enumerated in the Florida General Corporation Act.

ARTICLE V - CAPITAL STOCK

This corporation is authorized to issue 60 shares at no par value. Thirty (30) shares shall belong to Orlando Nieto. The remaining thirty (30) shares will belong to Leonardo Nieto. Carlos M. Rippes, Attorney for the corporation, shall be the depository of all the corporation shares for the book and seal.

ARTICLE VI - PREEMPTIVE RIGHTS

Every shareholder, upon the sale for cash of any new stock of this corporation shall have the right to purchase his prorata share thereof (as nearly as may be done without insurance of tractional shares) at the price at which it is offerred to others.

ARTICLE VII

INITIAL REGISTERED OFFICE AND AGENT

The street and address of the initial registered office of this corporation is: 218 Northwest 25 Street, Miami, Florida 33127.

The name of the initial registered agent of this corporation is Orlando Nieto.

ARTICLE VIII

INITIAL BOARD OF DIRECTOR

This corporation shall have initially two (2) director. The number of directors may be either increased or diminished from time to time by the By-Laws. The name and address of the initial director of this corporation until the first a President annual meeting of shareholders or until successors are elected and shall qualify are:

<u>NAME</u>	<u>ADDRESS</u>	<u>OFFICE</u>
ORLANDO NIETO	3511 S.W 124 COURT Miami, Fl. 33175	PRESIDENT/SECRETARY

LEONARDO NIETO

14725 S.W 36 Terrace
Miami, Fl. 33185-3913

Vice President/
Secretary

ARTICLE IX - INCORPORATOR


The name of the people signing these Articles are: -

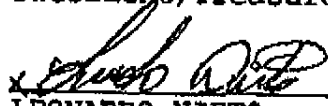
ORLANDO NIETO, and LEONARDO NIETO

ARTICLE X - AMENDMENT

This corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment hereto, and any right conferred upon the shareholders is subject to this reservation.

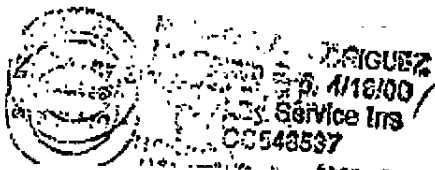
IN WITNESS WHEREOF, the undersigned has executed these Articles of Incorporation this 5th day of April, 1999.


x _____
ORLANDO NIETO,
President/Treasurer


x _____
LEONARDO NIETO,
Vice President/Secretary

STATE OF FLORIDA

COUNTY OF MIAMI-DADE





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My commission expires:

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

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

That: ORLEO CORP. desiring to organize under the laws of the State of Florida, with its principle office, as indicated in the Articles of Incorporation at the City of Miami, County of Miami-Dade, State of Florida, has named:

ORLANDO NIETO

As its agent to accept service of process within the State of Florida.

Having been named to accept service of process for the above State Corporation, at the place designated in the Articles of Incorporation. I hereby accept to act in this capacity and agree to comply with the provisions of said Act relative to keeping open said office.

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~~ORLANDO NIETO~~
REGISTERED AGENT

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