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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

FLORIDA PROFIT CORPORATION OR P.A.

ORLANDO DE ARMAS, CPA, P.A.

Certificate of Status	0
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

mc 5/3/99

**ARTICLES OF INCORPORATION
OF**

ORLANDO DE ARMAS, CPA, P.A.

The undersigned incorporator(s), for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopt(s) the following Articles of Incorporation:

ARTICLE I

The name of the corporation shall be:

ORLANDO DE ARMAS, CPA, P.A.

The principal place of business and mailing address of this corporation shall be:

10300 SUNSET DR., STE. 270
MIAMI, FL 33173

ARTICLE II

This corporation may engage in or transact any or all lawful activities or business permitted under the laws of the United States, the State of Florida, or any other state, country, territory or nation.
Accounting and Auditing Services

ARTICLE III

The aggregate number of stock and its par value that this corporation is authorized to have outstanding at any one time is:

1,000 shares of Common Stock, each have \$ 1.00 par value.

ARTICLE IV

This corporation is to exist perpetually.

ARTICLE V

Each shareholder of any class of stock of this Corporation shall be entitled to full preemptive rights to purchase un-issued or treasury shares of the Corporation and any securities of the Corporation convertible into or carrying a right to subscribe to or to acquire shares of any such un-issued or treasury shares.

ARTICLE VI

The name(s) and street address(es) of the initial officer(s) and directors(s), if any, who shall hold office the first year of the corporation's existence or until their successor(s) is(are) elected, is (are):

Orlando de Armas	President	10300 Sunset Dr., Ste. 270, Miami, FL 33173
Teresita Otero	Secretary	10300 Sunset Dr., Ste. 270, Miami, FL 33173

Prepared by: Orlando de Armas, CPA
2906 Douglas Rd., Ste. 101, Miami, FL
305-441-8899

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ARTICLE VII

The name (s) and street address (es) of the incorporator (s) to these articles of incorporation is (are):

Orlando de Armas
Teresita Otero

10300 Sunset Dr., Ste. 270, Miami, FL 33173
10300 Sunset Dr., Ste. 270, Miami, FL 33173

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

Pursuant to the provisions of Section 607.0501 or 617.0501, Florida Statutes, the Undersigned Corporation, organized under the laws of the State of Florida, submits the following statement in designating the registered agent/registered office, in the State of Florida.

1. The name of the corporation is Oriando de Armas, CPA, P.A.
2. The name and the address of the registered agent and office is:

Oriando de Armas
10300 Sunset Dr., Ste. 270,
MIAMI, FL 33173

SIGNATURE

Jessita Otero
(Corporate Officer)

TITLE

Sec.

DATE

4/29/99

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 ACCEPT THE DUTIES AND OBLIGATIONS OF MY POSITION AS REGISTERED AGENT.

SIGNATURE

Oriando de Armas
(Registered Agent)

DATE

4/29/99

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