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*****78.75 *****78.75

July 1, 1999

Division of Corporations
Post Office Box 6327
Tallahassee, FL 32314

**RE: Articles of Incorporation for:
VELASCO'S HARDWARE NO. 3, CORP.**

Gentlemen:

I enclose herewith articles of incorporation for the referenced corporation and check to your order for \$78.75. Original and copy of the articles are enclosed.

Please, file the aforesaid articles and return the copy to the undersigned after filing with the proper certificate attesting to the filing.

Sincerely,


Michael F. Mazquiaran, Esq.

C: file

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99 JUL -6 PM 2:44
SECRETARY OF STATE
TALLAHASSEE FLORIDA

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SECRETARY OF STATE
TALLAHASSEE FLORIDA

ARTICLES OF INCORPORATION

OF

VELASCO'S HARDWARE NO. 3, CORP.

In compliance with the requirements of F.S. Chapter 607, the undersigned, being a natural person, does hereby act as an incorporator in adopting and filing the following articles of incorporation for the purpose of organizing a business corporation.

ARTICLE I

The name of the corporation ("Corporation") is **VELASCO'S HARDWARE NO. 3, CORP.**

ARTICLE II

The existence of the corporation shall be perpetual, and it shall begin on the date that these articles of incorporation be filed with the Division of Corporation of the Secretary of State of the State of Florida.

ARTICLE III

The street address of the principal office of the Corporation is: **290 SW 123th Avenue, Miami, Florida 33184.**

ARTICLE IV

The maximum number of shares this Corporation is authorized to issue is **SIXTY (60) SHARES**, all of which shall be no-par value Common Stock. All Common Stock Shares shall be identical with each other in every respect and the holders of Common Shares shall be entitled to one vote for each share on all matters on which shareholders have the right to vote.

ARTICLE V

The initial street address of the Corporation's registered office is **290 SW 123th Avenue, Miami, Florida 33184.** The initial registered agent for the Corporation at that address is **MARIA VELASCO.**

ARTICLE VI

The initial board of directors shall consist of **One (1)** member. The names and address of the persons who will serve on the initial board of directors are:

Name	Address
Maria Velasco	290 SW 123rd Ave, Miami, Fl 33184

ARTICLE VII

The names and street addresses of the persons signing these articles of incorporation are:

Name	Address
Maria Velasco	290 SW 123rd Ave, Miami, Fl 33184

ARTICLE VIII

The corporation shall indemnify its directors, officers, employees, and agents to the fullest extent permitted by law.

IN WITNESS WHEREOF, the undersigned incorporator has executed these articles of incorporation this 30th day of June, 1999.

+ Maria Velasco
Name: Maria Velasco

ACCEPTANCE OF REGISTERED AGENT

Having been named to accept service of process for **VELASCO'S HARDWARE NO. 3, CORP.** at the place designated in the articles of incorporation, the undersigned is familiar with and accepts the obligations of that position pursuant to F.S. 607.0501(3).

+ Maria Velasco
Name: Maria Velasco

Date: June 30, 1999

STATE OF FLORIDA

COUNTY OF MIAMI-DADE

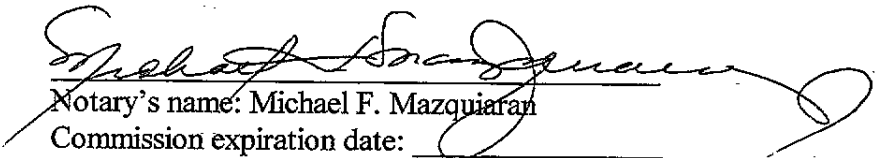
I **HEREBY CERTIFY** that on this day, before me, an officer duly authorized in the State and County aforesaid to take acknowledgments, personally appeared Maria Velasco, who did not take

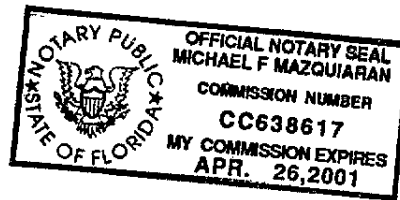
an oath, and to me known to be the person(s) described in and who executed the foregoing instrument and she acknowledged before me that she executed the same.

WITNESS my hand and official seal in the State and County last aforesaid, this 30th day of June, A.D., 1999.

Identification produced: X Personally known to Notary.

(S E A L)


Notary's name: Michael F. Mazquiaran
Commission expiration date: _____



Prepared by:
Michael F. Mazquiaran, Esq.
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Miami, FL 33135