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Florida Department of State
Division of Corporations
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FLORIDA PROFIT CORPORATION OR P.A.

H & C HOLDINGS CORP.

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FLORIDA DEPARTMENT OF STATE

Katherine Harris
Secretary of State

.. August 3, 1999

FAS-T CORP

SUBJECT: H & C HOLDINGS CORP.
REF: W99000017970

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ARTICLES OF INCORPORATION
OF

H & C HOLDINGS CORP.

The undersigned incorporator(s), for the purpose of forming a corporation under the Florida General Corporation Act, hereby adopt(s) the following Articles of incorporation.

ARTICLE I NAME

The name of the corporation shall be: H & C HOLDINGS CORP.

The principal place of business of this corporation shall be: 10455 N.W. 29th Terr. Miami, Fl 33172

ARTICLE II NATURE OF BUSINESS

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.

ARTICLE III CAPITAL STOCK

The aggregate number of shares of stock and its value that this corporation is authorized to have outstanding at any one time is: 1,000 Shares \$ 1.00 par value

ARTICLE IV TERM OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE V OFFICERS DIRECTORS

The name(s) and street address(es) of the initial officer(s) and director(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):

President: Heriberto Gonzalez-Quevedo
10455 N.W. 29th Terrace
Miami, Fl 33172

Secretary/Treasurer: Carmen R. Gonzalez-Quevedo
10455 N.W. 29th Terrace
Miami, Fl 33172

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TALLAHASSEE, FLORIDA

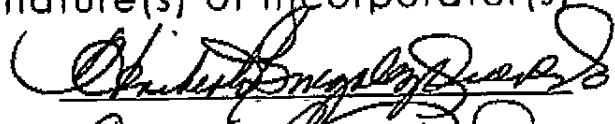
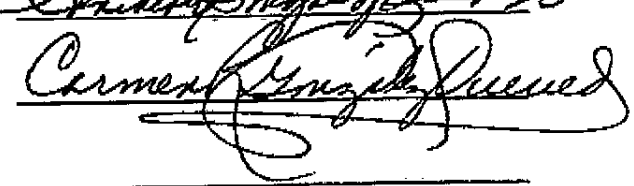
ARTICLE VI INCORPORATOR(S)

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

Heriberto and Carmen R. Gonzalez-Quevedo
10455 N.W. 29th Terrace Miami, FL 33172

IN WITNESS WHEREOF, the undersigned incorporator(s)
has (have) executed these Articles of Incorporation
this, 3rd day of August 1999

Signature(s) of Incorporator(s)

CERTIFICATE OF DESIGNATION
REGISTERED AGENT/REGISTERED OFFICE

Pursuant to the provisions of Section 607.325, 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:

H & C Holdings Corp.

2. The name and address of the registered agent and office is:

Carmen R. Gonzalez-Quevedo

(P.O. BOX NOT ACCEPTABLE)

10455 N.W. 29th Terr. Miami, FL 33172

(CITY/STATE/ZIP)

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

SIGNATURE

Carmen R. Gonzalez-Quevedo

TITLE

President

DATE

8/3/99

HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION, AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY AGREE TO ACT IN THIS CAPACITY, AND I FURTHER AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATIVE TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES, AND I ACCEPT THE DUTIES AND OBLIGATIONS OF SECTION 607.325, FLORIDA STATUTES.

SIGNATURE

Carmen R. Gonzalez-Quevedo

DATE

8/3/99