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TRANSMITTAL LETTER

**Department of State
Division of Corporations
P.O. Box 6327
Tallahassee, Fl. 32314**

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*****87.50 *****87.50

SUBJECT:

MICHAELANGELO ROSARIO IMMIGRATION ATTORNEY PROFESSIONALCORP.

**Enclosed an original two(2) copys of the articles of incorporation and a check
for:**

- **\$87.50 for Filing Fee, Certified Copy & Certificate**

FROM:

DORIS BONNET INCOME TAX & ACCOUNTING SERVICES

**2606 East Robinson St.
Orlando, FL. 32803**

**407-228-6660(Office)
407-228-6868(Fax)
407-980-2534(Pager)**

**99 AUG 11 PM 3:35
FILED
SECRETARY OF STATE
TALLAHASSEE, FLORIDA**

TS 8/16/99

ARTICLES OF INCORPORATION

OF

**MICHAELANGELO ROSARIO IMMIGRATION ATTORNEY
PROFESSIONAL CORP.**

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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ARTICLE I. NAME

**The name of this professional corporation shall be: MICHAELANGELO
ROSARIO IMMIGRATION ATTORNEY PROFESSIONAL CORP.**

ARTICLE II. COMMENCEMENT & DURATION

**The commencement of this corporation's existence shall be at the time of the
filing of these Articles Of Incorporation by the Department of Corporations.
This corporation's duration shall be perpetual.**

ARTICLE III. PURPOSE

**This corporation is being organized for the purpose of engaging in the
transaction of any and all business activities permitted under the laws of
Florida and the United States of America.**

ARTICLE IV. CAPITAL STOCK

**This corporation shall have the authority to issue 1000 shares of Capital Stock
at \$1.00 (One Dollar) par value.**

ARTICLE V. PREEMPTIVE RIGHTS

**Every shareholder, upon the sale for cash by this corporation of any shares of
new capital stock of the same kind, class, or series, as that which the
shareholder already holds, shall have the preemptive right To purchase a pro
rata share thereof (as nearly as may be done without the issuance of
fractional shares) at the price at which such shares are offered to others.**

ARTICLE VI. TRANSFER RESTRICTIONS

No shareholder shall have the right to sell, assign, pledge, encumber, transfer, or otherwise dispose of any shares of the capital stock of this corporation, without first offering such shares for sale to this corporation at the net asset value thereof. Such offer shall be in writing, signed by the shareholder, sent by registered or certified mail to this corporation at its registered office address, and open for acceptance by this corporation for a period of fifteen days from the date of mailing. If this corporation fails or refuses, within such period, to make satisfactory arrangements for the purchase of such shares, the shareholder shall have the right to disposed of such shares without any further restrictions.

On the death of any shareholder, this corporation shall have the right to purchase any shares of the capital stock of this corporation owned by the shareholder immediately prior to the shareholder's death, on the terms set forth above, and this provision shall be binding upon the personal representzative of the shareholder.

Each stock certificate issued by this corporation shall carry the following legend:

"These Shares Are Held Subject to Certain Transfer Restrictions Imposed By This Corporation's Articles Of Incorporation, A Copy Of Which is On File At This Corporation's Principal Office."

ARTICLE VII. INITIAL OFFICERS

The number of directors on this corporation's Initial Officers shall be 1. The number of officers may be increased or decreased from time to time, as provided in this corporation's bylaws, but shall never be less than one. There will be no board of directors at the present time.

The name and address of each individual who shall serve as a member of the Initial officers are:
President

**MichaelAngelo Rosario, Attorney at Law
365 Forest Way Circle Apt.307 Altamonte Springs, FL. 32701**

Vice-President

**MichaelAngelo Rosario, Attorney at Law
365 Forest Way Circle Apt. 307 Altamonte Springs, FL. 32701**

Secretary

Michael Angelo Rosario, Attorney at Law
365 Forest Way Circle Apt. 307 Altamonte Springs, FL. 32701

Treasurer

Michael Angelo Rosario, Attorney at Law
365 Forest Way Circle Apt. 307 Altamonte Springs, FL. 32701

ARTICLES VIII. INDEMNIFICATION

This corporation shall indemnify any officer, director, employee, or agent, and any former officer, director, employee, or agent, to the full extent permitted by law.

ARTICLES IX. PRINCIPAL OFFICE & INITIAL REGISTERED OFFICE & AGENT

The address of this corporation's principal office and the physical address of this corporation's initial registered office shall be: 853 E.Semorán Blvd. Suite 161, Casselberry FL. 32707

The name of the individual who shall serve as this corporation's initial registered agent at that address is:

Michael Angelo Rosario, Attorney at Law
365 Forest Way Circle Apt. 307 Altamonte Springs, FL. 32701

ARTICLE X. INCORPORATOR

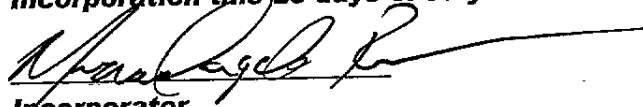
The name and address of the individual who shall serve as this corporation's incorporator are:

Michael Angelo Rosario, Attorney at Law
365 Forest Way Circle Apt. 307 Altamonte Springs, FL. 32701

ARTICLE XI. AMENDMENT

This corporation reserves the right to amend or repeal any provisions in these Articles Of Incorporation, or any amendments hereto. Any rights conferred upon the shareholders shall be subject to this reservation.

IN WITNESS WHEREOF, the incorporators executed these articles of Incorporation this 23 days of July 1999.


Incorporator
Michael Angelo Rosario

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

**In compliance with the Florida Business Corporation Act, the following is
submitted:**

**That MICHAELANGELO ROSARIO IMMIGRATION ATTORNEY PROFESSIONAL
CORP., desiring to organize or qualify under the laws of the State of Florida,
with its principal place of business at City of Orlando, County of Casselberry,
State of Florida, has named:**

I'm accepting being Registered Agent

**MichaelAngelo Rosario, Attorney at Law
Registered Agent**

At the mailing address:

365 Forest Way Circle Apt. 307 Altamonte Springs, FL. 32701


Business addresses

853 E.Semorán Blvd. Suite 161 Casselberry, FL. 32707

As its agent to accept of process within this State.


MichaelAngelo Rosario, Attorney at Law

**Have been named to accept service of process for the above Stated
Corporation, at the place designated in this capacity and agree to comply with
the provisions of said act relative to keeping open said office**


MichaelAngelo Rosario, Attorney at Law

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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FILED

SPECIFIC PURPOSE FOR A PROFESSIONAL CORP.

In compliance with the Florida Business Corporation Act, the following is submitted:

MICHAELANGELO ROSARIO IMMIGRATION ATTORNEY PROFESSIONAL CORP.

The services provided will be limited and exclusively on Immigration Laws and Regulations, including advising in all matters regarding Immigration Law and Regulations and representation before the authorities which handle Immigration Law and Procedures. The services will not go beyond the scope of Immigration Laws and Regulations.