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From: Nery C. Toledo, Legal Assistant

Account Name : AKERMAN, SENTERFITT & EIDSON, P.A.
Account Number : 075471001363
Phone : (305) 374-5600
Fax Number : (305) 374-5095

DEAR FILING OFFICER: PLEASE FILE THIS DOCUMENT WITH TODAY'S DATE, SEPTEMBER 24, 1999
THANK YOU.

FLORIDA PROFIT CORPORATION OR P.A.

ARPRO, INC.

Certificate of Status	0
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**ARTICLES OF INCORPORATION
OF
ARPRO, INC.**

I, the undersigned incorporator, hereby make, acknowledge and file these Articles of Incorporation for the purpose of forming a corporation under the laws of the State of Florida.

ARTICLE I

NAME

The name of this Corporation shall be:

ARPRO, INC.

ARTICLE II

PRINCIPAL OFFICE

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

1540 Northwest 26th Street G-101
Miami, Florida 33172

ARTICLE III

NATURE OF BUSINESS

The general purpose for which this Corporation is organized is to transact any or all lawful business for which corporations may be incorporated under Chapter 607, Florida Statutes.

ARTICLE IV

AUTHORIZED SHARES

The Corporation shall be authorized to create and issue 100,000,000 shares of Common Stock having a par value of \$0.01 per share.

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ARTICLE V

INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this Corporation in the State of Florida shall be:

c/o Rafferty, Gutiérrez & Sánchez-Aballí, P.A.
1101 Brickell Avenue, Suite 1400
Miami, Florida 33131

The name of the initial registered agent of this Corporation at that address shall be:

Rafael Sánchez-Aballí, Esq.

ARTICLE VI

INDEMNIFICATION

The Corporation shall indemnify to the fullest extent permitted under the Florida Business Corporation Act any person who was or is a party or is threatened to be made a party to any threatened, pending or completed action, suit or proceeding, whether civil, criminal, administrative or investigative, by reason of the fact that he is or was a director or officer of the Corporation, or is or was serving at the request of the Corporation as a director or officer of any other corporation, partnership, joint venture, trust or other enterprise against liability incurred in connection with such proceeding, including any appeal thereof, if he or she acted in good faith and in a manner he or she reasonably believed to be in, or not opposed to, the best interests of the Corporation and, with respect to any criminal action or proceeding, had no reasonable cause to believe his or her conduct was unlawful.

ARTICLE VII

INCORPORATOR

The name and street address of the incorporator signing these Articles of Incorporation are as follows:

<u>Name</u>	<u>Street Address</u>
Rafael Sánchez-Aballí, Esq.	c/o Rafferty, Gutiérrez & Sánchez-Aballí 1101 Brickell Avenue, Suite 1400 Miami, Florida 33131

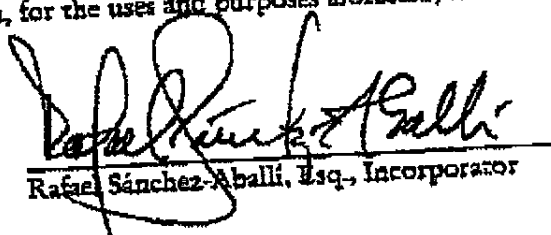
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IN WITNESS WHEREOF, the undersigned incorporator has made and subscribed these Articles of Incorporation at Miami, Florida, for the uses and purposes aforesaid, this 24th day of September, 1999.


Rafael Sánchez-Aballí, Esq., Incorporator

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**DESIGNATION AND ACCEPTANCE
OF
REGISTERED AGENT**

In pursuance of Section 48.091 and Chapter 607, Florida Statutes, ARPRO, INC., having filed its Articles of Incorporation contemporaneously herewith, with its registered office as indicated therein at c/o Rafferty, Gutiérrez & Sánchez-Aballí, P.A., 1101 Brickell Avenue, Suite 1400, Miami, Florida 33131, has named Rafael Sánchez-Aballí, Esq., located thereat as its registered agent to accept service of process within this state.

By: 
Rafael Sánchez-Aballí, Esq.

Having been named as registered agent to accept service of process for the above-stated corporation, at the location designated herein, I hereby accept the appointment to act in this capacity, and agree to comply with the laws of Florida applicable thereto.

By: 
Rafael Sánchez-Aballí, Esq., Registered Agent

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