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TRANSMITTAL LETTER

FILED

99 OCT 14 PM 5:17

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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

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-10/14/99--01033--017
*****70.00 *****70.00

SUBJECT: ANGELS IN EARTH INC.

Enclosed is an original and one (1) copy of the Articles of Incorporation and a check to cover the fees'.

**Mail Copies To: Rafael A. Gonzalez
 1592 Thornhill Circle
 Oviedo, Florida 32765
 (407) 872-1077**

D. BROWN OCT 19 1999

**ARTICLES OF INCORPORATION
OF
ANGELS IN EARTH INC.**

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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 NAME

The name of the corporation shall be ANGELS IN EARTH INC.

ARTICLE II PRINCIPAL OFFICE

The principal place of business and mailing address of the corporation shall be:
3818 N.W. 42 Way
Coconut Creek, Florida 33073

ARTICLE III SHARES

The number of shares of stock that this corporation is authorized to have outstanding at any one time is:
200,000 shares of \$1.00 par value each.

ARTICLE IV INITIAL REGISTERED AGENT AND STREET ADDRESS

The name and address of the initial registered agent is:
Rafael A. Gonzalez
1592 Thornhill Circle
Oviedo, Florida 32765

ARTICLE V INCORPORATORS

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

Dr. Ana Rita Gonzalez
3818 N.W. 42 Way
Coconut Creek, Florida 3073

Juan Carlos Velazquez
3818 N.W. 42 Way
Coconut Creek, Florida 33073

The undersigned incorporators have executed these Articles of Incorporation this 22nd day of April, 1999.


Articles of Incorporation Filing Fee - \$70.00

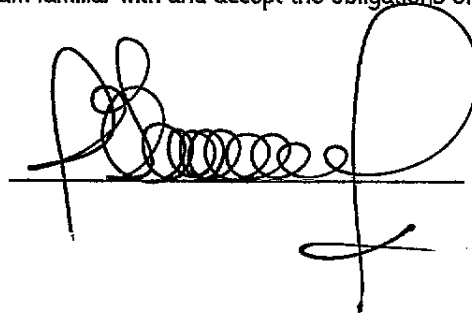
CERTIFICATE OF DESIGNATION OF REGISTERED AGENT / REGISTERED OFFICE

Pursuant to the provisions of section 607.0501, 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 is: Angels In Earth Inc.
2. The name and address of the registered agent and office is:

RAFAEL A. GONZALEZ
1592 THORNHILL CIRCLE
OVIEDO, FLORIDA 32765

Having been named as registered agent and to accept service of process for the above state corporation at the place designated in this certificate, I have accepted 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 am familiar with and accept the obligations of my position as registered agent.

A handwritten signature in black ink, appearing to read 'Rafael A. Gonzalez', written over a horizontal line.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA