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Florida Department of State
Division of Corporations
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To:

Division of Corporations
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Account Name : HAROLD M. GARBER PA
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2000 FEB 17 PM 12:28
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FLORIDA PROFIT CORPORATION OR P.A.

AEGIS VENTURE CAPITAL ASSETS, INC.

Certificate of Status	0
Certified Copy	1
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**ARTICLES OF INCORPORATION
OF
AEGIS VENTURE CAPITAL ASSETS, INC.**

The undersigned incorporator, for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopts the following Articles of Incorporation.

ARTICLE I - NAME

The name of the corporation is:

AEGIS VENTURE CAPITAL ASSETS, INC.

ARTICLE II - PRINCIPAL OFFICE

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

12864 Biscayne Blvd. #253
North Miami, FL 33181

ARTICLE III - CAPITAL STOCK

The number of shares of stock that this corporation is authorized to have outstanding at any one time is:

500 Shares of Common Stock

Submitted for electronic filing by:

Harold M. Garber, Esq.
Florida Bar No. 879509
12000 Biscayne Blvd. #806
Miami, FL 33181
Telephone (305) 895-0420
Facsimile Audit No. H000000074161

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ARTICLE IV - INITIAL REGISTERED AGENT AND ADDRESS

The name and address of the initial registered agent is:

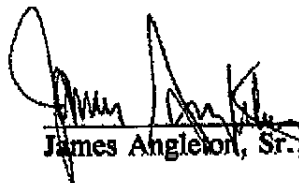
Harold M. Garber, Esq.
12000 Biscayne Blvd. #806
Miami, FL 33181

ARTICLE V - INCORPORATOR

The name and street address of the incorporator to these Articles of Incorporation is:

James Angleton, Sr.
12864 Biscayne Blvd. #253
North Miami, FL 33181

The undersigned incorporator has executed these Articles of Incorporation this 15
day of February, 2000.


James Angleton, Sr., Incorporator

**CERTIFICATE OF DESIGNATION
REGISTERED AGENT / REGISTERED OFFICE**

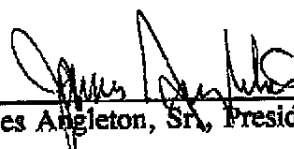
Pursuant to the provisions of Section 607.0501 or 617.0501, Florida Statutes, the undersigned corporation, organized under the laws of the State of Florida, submits the following statement in designating the registered office/registered agent, in the state of Florida.

1. The name of the corporation is

AEGIS VENTURE CAPITAL ASSETS, INC.

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

Harold M. Garber, Esq.
12000 Biscayne Blvd. #806
Miami, FL 33181


James Angleton, Sr., President

Date 2-15-2000

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HAVING BEEN NAMED AS REGISTERED AGENT AND TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY ACCEPT 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.


Harold M. Garber, Esq.

Date 2-15-2000

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