

FROM :

FAX NO. :

Nov. 21 1999 02:19AM P1

Division of Corporations

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P01000001874

Florida Department of State
Division of Corporations
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To: Division of Corporations
Fax Number : (850)922-4001

From:
Account Name : JOSE CARBO
Account Number : I19990000279
Phone : (305)962-0148
Fax Number : (305)271-3602

FLORIDA PROFIT CORPORATION OR P.A.

The FilterClub Corporation

Certificate of Status	0
Certified Copy	0
Page Count	01 (3)
Estimated Charge	\$70.00

01 JAN -4 AM 11:30
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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B. McKnight JAN 05 2001

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**ARTICLES OF INCORPORATION
OF
The FilterClub Corporation**

The undersigned incorporators hereby associate themselves for the purpose of becoming a corporation under the laws of the State of Florida, under the Florida Business Corporation Act, hereby adopts the following Articles of Incorporation.

ARTICLE I NAME

The names of this corporation shall be:

The FilterClub Corporation

ARTICLE II PRINCIPAL OFFICE

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

8855 SW 54th Street
Miami, FL 33165

ARTICLE III SHARES

The number of shares of stock that this corporation is authorized to have outstanding at any one time is 100 (one hundred) shares of common stocks having par value of one dollar (\$1.00).

ARTICLE IV INITIAL CAPITAL

The amount of capital with which this corporation may begin business shall not be less than \$100.00.

ARTICLE V NATURE OF BUSINESS

This corporation may engage in any legal activity for the purpose of transacting any and all lawful business in the State of Florida and under the laws of the United States of America.

ARTICLE VI REGISTERED AGENT AND STREET ADDRESS

The name and address of the initial registered agent shall be:

Jose Carbo
8855 SW 54th Street
Miami, FL 33165

ARTICLE VII INCORPORATOR(s)

The names and street addresses of the incorporators to these Articles of Incorporation are:

Brian Gonzalez 7286 NW 8th Street Miami, FL 33126

Jesus Caparo 2870 SW 32nd Avenue Miami, FL 33133

Clarissa Carbo 8855 SW 54th Street Miami, FL 33165

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ARTICLE VIII DIRECTOR(s)

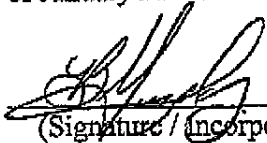
The name and street address of the director(s) to these Articles of Incorporation is/are:

Brian Gonzalez (Director) 7286 NW 8th Street Miami, FL 33126

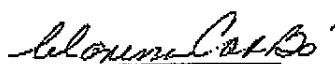
Jesus Caparo (Director) 2870 SW 32nd Avenue Miami, FL 33133

Clarissa Carbo (Director) 8855 SW 54th Street Miami, FL 33165

The undersigned incorporator has executed these Articles of Incorporation this 4th day of January 2001.


(Signature / Incorporator) Brian Gonzalez

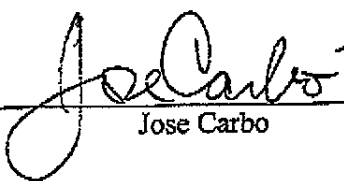

(Signature / Incorporator) Jesus Caparo


(Signature / Incorporator) Clarissa I. Carbo

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CERTIFICATE OF DESIGNATION OF REGISTERED AGENT

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 the capacity. I further agree to comply with the provisions of all status 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.


Registered Agent Jose Carbo Date: January 4th, 2001

Prepared By
Jose Carbo
8855 SW 54th St.
Miami, FL 33165