

PO10000003515

Florida Department of State
Division of Corporations
Public Access System
Katherine Harris, Secretary of State

Electronic Filing Cover Sheet

Note: Please print this page and use it as a cover sheet. Type the fax audit number (shown below) on the top and bottom of all pages of the document.

((H01000004009 6))

Note: DO NOT hit the REFRESH/RELOAD button on your browser from this page. Doing so will generate another cover sheet.

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

From: Account Name : EMPIRE CORPORATE KIT COMPANY
Account Number : 072450003255
Phone : (305) 541-3694
Fax Number : (305) 541-3770

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
01 JAN - 9 AM 10:54

FLORIDA PROFIT CORPORATION OR P.A.

ABBEY BRAND CONSULTING, INC

Certificate of Status	0
Certified Copy	1
Page Count	06
Estimated Charge	\$78.75

H01000004009

6

ARTICLES OF INCORPORATION
OF
ABBEY BRAND CONSULTING, INC.

ARTICLE I - NAME

The name of the corporation is **ABBEY BRAND CONSULTING, INC.**

ARTICLE II - DURATION

This corporation is to exist perpetually.

ARTICLE III - PURPOSE

This corporation is organized for the purpose of transacting any lawful business.

ARTICLE IV - CAPITAL STOCK

This corporation is authorized to issue 100 shares of One Dollar (\$1.00) par value common stock.

ARTICLE V - PREEMPTIVE RIGHTS

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

ARTICLE VI - INITIAL REGISTERED OFFICE

The street address of the initial registered office of this corporation is:
2601 S.BAYSHORE DRIVE, SUITE 300C
MIAMI, FL 33133

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
01 JAN - 9 AM 10:54

H01000004009

H01000004009

ARTICLE VII - INITIAL REGISTERED AGENT

The name and address of the initial registered agent for this corporation is:
**ANTHONY BARADAT
2601 S.BAYSHORE DRIVE, SUITE 300C
MIAMI, FL 33133**

ARTICLE VIII - INITIAL PRINCIPAL OFFICE AND MAILING ADDRESS

The initial principal office and mailing address of this Corporation is:
**2601 S.BAYSHORE DRIVE, SUITE 300C
MIAMI, FL 33133**

ARTICLE IX - INITIAL BOARD OF DIRECTORS

This corporation shall have two (2) directors initially. The number of directors may be either increased or diminished from time to time, in accordance with the by-laws of the corporation, but shall never be less than one (1). The name and address of the initial directors of this corporation are:

<u>NAME</u>	<u>ADDRESS</u>	<u>TITLE</u>
ANTHONY BARADAT	2601 S. BAYSHORE DRIVE, SUITE 300C MIAMI, FL 33133	PRESIDENT
RAFAEL IGLESIAS	2601 S. BAYSHORE DRIVE, SUITE 300C MIAMI, FL 33133	VICE PRESIDENT

ARTICLE X - INCORPORATOR

The name and address of the person signing these Articles of Incorporation is:
**ANTHONY BARADAT
2601 S.BAYSHORE DRIVE, SUITE 300C
MIAMI, FL 33133**

ARTICLE XI - BY-LAWS

The power to adopt, alter, amend or repeal by-laws shall be vested in the Board of Directors.

H01000004009

H01000004009

ARTICLE XII - INDEMNIFICATION

The corporation shall indemnify any officer or director, or any former officer or director, to the full extent permitted by law.

ARTICLE XIII - AMENDMENTS

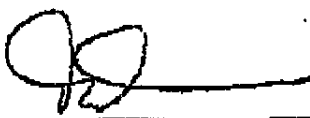
This corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment thereof, and any right conferred upon the shareholders is subject to this reservation.

H01000004009

H01000004009

IN WITNESS THEREOF, the undersigned subscriber has executed these

Articles of Incorporation on this 8 day of January,
2001.



INCORPORATOR

STATE OF FLORIDA
COUNTY OF DADE

THE FOREGOING ARTICLES OF INCORPORATION were sworn to and acknowledged before
me on this _____ day of _____, 20____.
by _____.

Notary Public
State of Florida

Personally known to me
(or I.D. shown).

My commission expires:

H01000004009

H01000004009

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

In pursuance of Chapter 48.091, Florida Statutes, the following is submitted in compliance with said Act: **ABBEY BRAND CONSULTING, INC.**, desiring to organize under the laws of the state of Florida, with its principal offices as indicated in the Articles of Incorporation has named **ANTHONY BARADAT** at 2601 S. BAYSHORE DRIVE, SUITE 300C, MIAMI, FL 33133 as its agent to accept service of process within the State.

ACKNOWLEDGEMENT

Having been named to accept service of process for the above-named corporation, at the place designated in this Certificate, I hereby accept to act in that capacity, and agree to comply with the provisions of said Act relative to keeping open said office.



REGISTERED AGENT

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
01 JAN -9 AM 10:54

H01000004009