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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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LAZARUS CORPORATE FILING SERVICE

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CORPORATION NAME(S) & DOCUMENT NUMBER(S) (if known):

1. SUPACELL USA CORP. (Corporation Name) (Document #)
2. (Corporation Name) (Document #)
3. (Corporation Name) (Document #)
4. (Corporation Name) (Document #)

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 Certificate of Status

NEW FILINGS	
<input checked="" type="checkbox"/>	Profit
<input type="checkbox"/>	NonProfit
<input type="checkbox"/>	Limited Liability
<input type="checkbox"/>	Domestication
<input type="checkbox"/>	Other

AMENDMENTS	
<input type="checkbox"/>	Amendment
<input type="checkbox"/>	Resignation of P.A., Officer/Director
<input type="checkbox"/>	Change of Registered Agent
<input type="checkbox"/>	Dissolution/Withdrawal
<input type="checkbox"/>	Merger

OTHER FILINGS	
<input type="checkbox"/>	Annual Report
<input type="checkbox"/>	Fictitious Name
<input type="checkbox"/>	Name Reservation

REGISTRATION/QUALIFICATION	
<input type="checkbox"/>	Foreign
<input type="checkbox"/>	Limited Partnership
<input type="checkbox"/>	Reinstatement
<input type="checkbox"/>	Trademark
<input type="checkbox"/>	Other

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02 SEP 17 AM 11:00
DIVISION OF CORPORATION

Examiner's Initials rlc 9/7

ARTICLES OF INCORPORATION

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

ARTICLE I

The name of the corporation shall be: SUPACELL USA CORP.

ARTICLE II

The purpose of this corporation is Whole and Retails Sales of Durable Goods. according at the law of the United State of America.

ARTICLE III

The principal place of business and mailing address of this corporation is: 5269 Nw. 161 St., Miami, Florida, 33014.

ARTICLE IV

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

Number of Shares	Par Value	Class of Stock
1000	100.00	Common

ARTICLES V

The name and address of the initial registered agent is: Zylberberg 5269 Nw. 161 St., Miami, Florida, 33014.

ARTICLES VI

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

Name	Address
Pablo Zylberberg	5269 Nw. 161 Miami, Florida 33014

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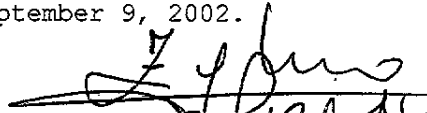
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ARTICLE VII

The number of directors constituting the initial board of directors of the corporation shall be the number of person whose name are set forth below. The name and address of each member of the initial board of directors of the corporation who shall hold office until the first annual meeting of shareholders and his successor shall have been elected and qualified or until his earlier resignation, removal from office, or death, is:

Name	Address
Pablo Zylberberg	5269 Nw. 161 St. Miami, Florida 33014
Pedro S. Hirsch	5269 Nw. 161 St. Miami, Florida 33014

The undersigned incorporator has executed these Articles of Incorporation on September 9, 2002.



Signature

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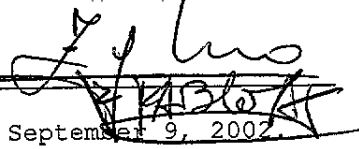
CERTIFICATE OF DESIGNATION
REGISTERED AGENT/REGISTERED OFFICE

Pursuant to the provisions of sections 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: SUPACELL USA CORP.
2. The name and address of the registered agent and office is:
Pablo Zylberberg, 5269 Nw. 161 St., Miami, Fl. 33014.

HAS 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.

SIGNATURE



DATE

September 9, 2002