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Division of Corporations

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FLORIDA PROFIT CORPORATION OR P.A.

R.P.F. ENTERPRISES, INC.

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ARTICLES OF INCORPORATION

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:

R.P.F. ENTERPRISES, INC.

ARTICLE II PRINCIPAL OFFICE

THE PRINCIPAL PLACE OF BUSINESS AND MAILING ADDRESS OF THIS CORPORATION SHALL BE:

9373 FOUNTAINEBLEAU BLVD..
#K-203
MIAMI, FL 33172

ARTICLE III CAPITAL STOCK

THE AGGREGATE NUMBER OF SHARES OF STOCK THAT THIS CORPORATION IS AUTHORIZED TO HAVE OUTSTANDING AT ANY ONE TIME IS.

100@\$0.01 PER SHARE

ARTICLE IV INITIAL REGISTERED AGENT AND STREET ADDRESS:

RAUL JOSE PAZ FERNANDEZ
9373 FOUNTAINEBLEAU BLVD. .
#K-203
MIAMI, FLORIDA 33172

MARITZA REGALADO ESQ.
BAR # 936944
2742 SW 8 STREET SUITE 202
MIAMI, FLORIDA 33135

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ARTICLE V INCORPORATOR(S)

THE NAME AND STREET ADDRESSES OF THE INCORPORATORS TO THESE ARTICLES OF INCORPORATION IS (ARE):

RAUL PAZ FERNANDEZ
9373 FOUNTAINEBLEU BLVD.
APT. K-203
MIAMI, FLORIDA 33172 25% OWNER OF STOCK

SILVIA CAROLINA FRANCO DE PAZ
9373 FOUNTAINEBLEAU BLVD.
APT. K-203
MIAMI, FLORIDA 33172 24% OWNER OF STOCK

MERCERIA ISABELITA
HNOS PAZ FERNANDEZ C.A.
CALLE PAEZ NO. 101-9
VALENCIA ESTADO CARABOBO
VENEZUELA 51% OWNER OF STOCK

ARTICLE VI

THE INCORPORATORS AND DIRECTORS OF THE COMPANY ARE AS FOLLOWS:

PRESIDENT:	RAUL PAZ FERNANDEZ 9373 FOUNTAINEBLEAU . APT. K-203 MIAMI, FLORIDA 33172
V. PRESIDENT	SILVIA CAROLINA FRANCO DE PAZ 9373 FOUNTAINEBLEAU BLVD. K-203 MIAMI, FLORIDA 33172

THE UNDERSIGNED INCORPORATOR(S) HAS (HAVE) EXECUTED THESE ARTICLES OF INCORPORATION THIS 7TH DAY OF NOVEMBER 2003



PRESIDENT

01/15/04.

DATE

MARITZA REGALADO ESQ.
BAR # 936944
2742 SW 8 STREET SUITE 202
MIAMI, FLORIDA 33135

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

PURSUANT TO THE PROVISIONS OF SECTION 607.0301, FLORIDA STATUTES, THE UNDERSIGNED CORPORATION ORGANIZED UNDER THE LAWS OF THE STATE OF FLORIDA, SUBMITS THE FOLLOWING STATEMENT IN DESIGNATING THE REGISTERED OFFICE/AGENT IN THE STATE OF FLORIDA.

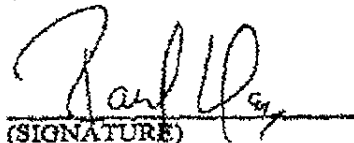
1. THE NAME OF THE CORPORATION IS:

R.P.F. ENTERPRISES, INC.

2. THE NAME AND ADDRESS OF THE REGISTERED AGENT AND OFFICE IS:

RAUL PAZ FERNANDEZ
9373 FOUNTAINEBLEAU BLVD. APT.K-203
MIAMI, FLORIDA 33172

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.


(SIGNATURE)

01/15/09
(DATE)

DIVISION OF CORPORATIONS, P.O. BOX 6327, TALLAHASSEE, FLORIDA

MARITZA REGALADO ESQ.
BAR # 936944
2742 SW 8 STREET SUITE 202
MIAMI, FLORIDA 33135

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