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Division of Corporations  
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From:  
Account Name : HUBCO  
Account Number : 104662003400  
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FLORIDA PROFIT CORPORATION OR P.A.

Merchandising Unlimited, Corp.

Certificate of Status	1
Certified Copy	0
Page Count	03
Estimated Charge	\$78.75

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA  
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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:

**Merchandising Unlimited, Corp.**

ARTICLE II PRINCIPAL OFFICE

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

**Merchandising Unlimited, Corp.**

15275 SW 107 Lane, Apartment 112  
Miami, FL 33196

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ARTICLE III SHARES

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

1,500 Shares at No Par Value

ARTICLE IV INITIAL REGISTERED AGENT AND STREET ADDRESS

The name and address of the initial registered agent is:

Migdalia Duarte  
15275 SW 107 Lane, Apartment 112  
Miami, FL 33196

Prepared By:  
Bruce B. Hubbard  
77 East John St.  
Hicksville, New York 11801  
1-516-935-3940

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**ARTICLES V INITIAL OFFICER(S)/DIRECTOR(S)**

The name(s) and street address(es) and title(s) to these Articles of Incorporation is(are):

**Migdalia Duarte- President  
15275 SW 107 Lane, Apartment 112  
Miami, FL 33196**

**ARTICLES VI INCORPORATOR(S)**

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

**Migdalia Duarte  
15275 SW 107 Lane, Apartment 112  
Miami, FL 33196**

The undersigned incorporator(s) has(have) executed these Articles of Incorporation this

2nd day of April 2004.

  
Migdalia Duarte - Signature

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CERTIFICATE OF DESIGNATION OF REGISTERED AGENT/REGISTERED OFFICE

PURSUANT TO THE PROVISIONS OF SECTION 607.0501, FLORIDA STATUTES, THE UNDERSIGNED CORPORATION, ORGANIZED UNDER THE LAWS OF THE STATE OF FLORIDA, SUBMITS THE FOLLOWING STATEMENT IN THE DESIGNATING THE REGISTERED OFFICE/AGENT, IN THE STATE OF FLORIDA.

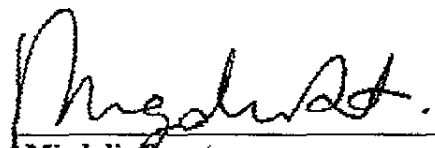
1. The name of the corporation is: Merchandising Unlimited, Corp.

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

Migdalia Duarte  
Name  
15275 SW 107 Lane, Apartment 112  
(P.O. Box or Mail Drop Box NOT Acceptable)  
Miami, FL 33196  
(City / State / Zip)

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 the statutes relating to the proper and complete performance of my duties, and am familiar with and accept the obligations of my position as registered agent.

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Migdalia Duarte  
SIGNATURE

April 2, 2004  
(Date)