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

1. X PACIOS DESIGN, CORP.
(Corporation Name) (Document #)
2. _____
(Corporation Name) (Document #)
3. _____
(Corporation Name) (Document #)
4. _____
(Corporation Name) (Document #)

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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 R.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

Examiner's Initials

ARTICLES OF INCORPORATION
OF
XPACIOS DESIGN, CORP.

2005 MAR 16 PM 12:43
SECRETARY OF STATE
TALLAHASSEE FLORIDA

The Undersigned, have executed the following document as
Incorporators of the above named Corporation, a Corporation
Organized under the laws of the State Of Florida, and all rights,
Duties and obligations of the undersigned as incorporator and those
of the Corporation, are to be determined in accordance with the
laws of the State of Florida.

ARTICLE I

The name of this Corporation Shall is : **XPACIOS DESIGN,**
CORP.

ARTICLE II

This Corporation shall commence existence upon
The filing of these Articles of incorporation by the Department of
State, State of Florida, and shall have perpetual existence.

ARTICLE III

The general nature of the business and purposes
Proposed to be transacted and carried on by this Corporation are
To do any and all of the things herein mentioned, as fully and to the
same extent as natural persons might do , viz:

(1)-Transact any and all lawful business.

(2)-Said Corporation shall further have power to have
perpetual succession by its Corporate name;

To sue and be sued, complain, and defend in its Corpo-
Rate name in all actions of proceedings;

To have a Corporate Seal, wich may be altered at
pleasure, and to use the same by causing it, or facsimile thereof, to be
impressed, affixed, or in any other manner reproduced;

To purchase, take , received, lease, or otherwise
acquire, own, hold, improve, use, and otherwise deal in and with real
Or personal property or any interest therein, wherever situated;

To sell, convey, mortgage, pledge, create a security interest in, lease, exchange, transfer, and otherwise dispose of all or Any part of its property and assets;

To lend money to, and use its credit to assist, its officers and employees in accordance with Florida Statute 607.141;

To purchase, take, receive, subscribe for, or otherwise Acquire, own, hold, vote, use, employ, sell, mortgage, lend, pledge, Or otherwise dispose of, and otherwise use and deal in and with, shares or other interest in , or obligations of , other domestic or foreign Corporations, associations, partnerships, or individuals, or direct or indirect obligations of the United States or of any instrumentality thereof;

To make contracts and guarantees and incur liabilities, borrow money at such rates of interest as the Corporation may determine, issue its notes, bonds, and other obligations, and secure any of its obligations by mortgage or pledge of all or any of its property, franchises, and income;

To lend money for its Corporate purposes, invest and reinvest its funds, and take and hold real and personal property as security of the payment of funds so loaned or invested;

To conduct its business, carry on its operations, and have offices and exercise the powers granted by this act within or without this State;

To elect or appoint officers and agents of the Corporation and define their duties and fix their compensation;

To make and alter by-laws, not inconsistent with its Articles of Incorporation or with the laws of this State, for the administration;

To make donations for the public welfare or charitable, scientific, or educational purposes;

To transact any lawful business wich the Board of Directors shall find will be in aid of governmental policy;

To pay pensions and establish pensions plans, profit sharing plans , stock bonus plans, stock option plans, and other incentive plans for or all of its directors, officers, and employees of it and or its subsidiaries;

To be promoter, incorporator, partner, member, associate, or manager of any Corporation, partnership, joint venture, trust, or other enterprise;

To have and exercise all powers necessary or convenient to effect its purposes;

To indemnify any person who by reason of the fact that he is or was a director, officer, employee or agent of the Corporation to the full extent as permitted by Florida Statute 607.014;

ARTICLE IV

The aggregate number of shares, which the Corporation shall have authority to issue, is the total sum of ONE THOUSAND (1000) shares, having an individual per value of ONE DOLLAR EACH.

Unless otherwise Stated in those articles , or in an amendment to these articles, there shall be only One(1) class of stock of this Corporation.

ARTICLE V

The amount of capital with which this Corporation shall begin business is not less than ONE THOUSAND DOLLARS (\$1,000.00).

ARTICLE VI

The street address of the initial principal office and name of the Resident Agent of this Corporation shall be : JAIME PINZON , 7370 NW 36 AVE, MIAMI FL 33147.

ARTICLE VII

The initial Board of Directors shall consist of a total of One (1) person, and the name and address of the persons who are serve as initial Directors are:

JAIME PINZON, 7370 NW 36 AVE , MIAMI FLORIDA 33147, AMETH VEGA 7370 NW 36 AVE AVE, MIAMI , CARLOS LOPEZ 7370 NW 36 AVE MIAMI FLORIDA 33147.

ARTICLE VIII

The name and addresses of the incorporators executing these Articles of Incorporation is:

JAIME PINZON , 7370 NW 36 AVE MIAMIO FLORIDA 33147, AMETH VEGA 7370 NW 36 AVE MIAMI FLORIDA 33147 AND CARLOS LOPEZ 7370 NW 36 AVE MIAMI FLORIDA 33147.

IN WITNESS WHEREOF, the undersigned incorporators have executed these Articles of Incorporation this 8th day of MARCH,

2005.

[Handwritten Signature]
JAIME PINZON

[Handwritten Signature]
AMETH D. VEGA

[Handwritten Signature]
CARLOS LOPEZ

STATE OF FLORIDA)
) SS.
County of Broward)

BEFORE ME, notary Public authorized to take acknowledgement in the State and County set forth above, personally appeared JAIME PINZON, AMETH VEGA AND CALOS LOPEZ, known to me and known by me to be the person who executed the foregoing Articles of Incorporation, and they acknowledge before me that they executed those Articles of Incorporation.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal in the State and County aforesaid, this, day 15th of MARCH, 2005.

NOTARY PUBLIC, STATE OF FLORIDA
AT LARGE

[Handwritten Signature]
My Commission Expires : 2/20/07
Marlene Ferro

MARLENE FERRO
NOTARY PUBLIC - STATE OF FLORIDA
COMMISSION # DD185793
EXPIRES 2/20/2007
BONDED THRU 1-888-NOTARY1

FILED

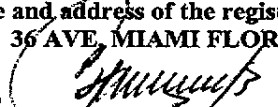
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SECRETARY OF STATE
TALLAHASSEE FLORIDA

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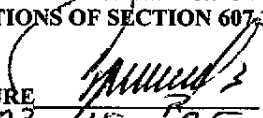
CERTIFICATE OF DESIGNATION
REGISTERED AGENT/ REGISTERED OFFICE

Pursuant to the provisions of Section 607.325, Florida Statutes, the Undersigned Corporation, organized under the Laws of the State of Florida., submits the following statement in the registered office / registered Agent, in the State of Florida.

- 1- The Name of the Corporation is: XPACIOS DESIGN , CORP.
- 2- The name and address of the registered Agent and Office is : JAIME PINZON
7370 NW 36 AVE MIAMI FLORIDA 33147.
- 3- SIGNATURE 

TITLE: PRESIDENT
DATE: 03-15-05.

HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION, AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY AGREE TO ACT IN THIS CAPACITY, AND I FUTHER AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATIVE TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES, AND I ACCEPT THE DUTIES AND OBLIGATIONS OF SECTION 607.325, FLORIDA STATUTES.

SIGNATURE 
DATE: 03-15-05.