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TALLAHASSEE, FLORIDA

J. Shivers JUN 21 2006

June 15th, 2006

New Filing Section
Florida Department of State/Division of Corporation
409 E. Gaines Street
Tallahassee, Florida 32301.

Gentlemen:

Enclosed find the Articles of Incorporation for " FACINATION BY BLUE INC.together with a money order in the amount of $87.50 to cover for the filing fees, certified copy and the agent registration.

Enclosed find a self-addressed, stamped envelope from Priority Mail in order to expedite the process.

Please submit all mail to:

PEDRO ALBERTO MARTINEZ
12360 SW 195 TH TERRACE
MIAMI, FL 33177

Thank you for your kind attention to this matter.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Sincerely,

Pedro A. Martinez
(305) 969-7944

ARTICLES OF INCORPORATION

The undersigned subscribers each a natural person or licensed corporation competent to contract, hereby associates themselves to form a corporation under the laws of the State of Florida.

ARTICLE I. NAME

The name of the corporation is:

FACINATION BY BLUE INC.

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ARTICLE II. NATURE OF BUSINESS

The general nature of business is for the purpose of transacting any or all lawful business for which corporations may be incorporated under the laws of the State of Florida.

ARTICLE III. DURATION.

This corporation is to exist perpetually commencing on the date of execution of these articles.

ARTICLE IV. CAPITAL STOCK.

This corporation is authorized to issue One Hundred Shares of ONE DOLLAR ($ 1.00) par value common stock.

ARTICLE V. **INITIAL OFFICE & ADDRESS**
========= **REGISTERED AGENT DESIGNATION**

The principal place of business of this corporation is in Miami, Florida and its mailing address is

12360 SW 195 TH TERRACE
Miami, Florida 33177

The Registered Agent of this corporation is:

PEDRO ALBERTO MARTINEZ and him address is 12360 S.W. 195 TH TERRACE Miami, Florida 33177

I hereby am familiar with and accept the duties and responsabilities as registered agent for said corporation.

ACCEPTED BY: _____
PEDRO ALBERTO MARTINEZ

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TALLAHASSEE, FLORIDA

ARTICLE VI. **INITIAL BOARD OF DIRECTORS**
==========

This corporation may have one or more directors, initially the number of directors may be either increased or diminished from time to time by the by-laws but shall be less than one.

The name and address of the director is:

Pedro Alberto Martinez
12360 SW 195 TH Terrace
Miami, Florida 33177

and

Lucia Restrepo
12360 SW 195 TH Terrace
Miami,Florida 33177

ARTICLE VII. **INDEMNIFICATION**
==========

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

ARTICLE VIII. AMENDMENT
==========

This corporation reserves the right to amend or repeal any provisions contained in these articles of incorporation or any amendment hereto and any right conferred upon the shareholders is subject to this reservation.

ARTICLE IX. INCORPORATORS
==========

The name and address of the persons signing these Articles of Incorporations are:

Pedro Alberto Martinez President
12360 SW 195 TH Terrace
Miami, Florida 33177

Lucia Restrepo
12360 SW 195 TH Terrace
Miami, Florida 33177

The undersigned subscribers have executed these Articles of Incorporation this June 15 TH 2006