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To: Division of Corporations
Fax Number : (850)205-0381

From: Account Name : EMPIRE CORPORATE KIT COMPANY
Account Number : 072450003255
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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FLORIDA PROFIT/NON PROFIT CORPORATION

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ARTICLES OF INCORPORATION

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE I - EXECUTION: Undersigned hereby execute(s) and acknowledge(s) these Articles of Incorporation, in order to organize and incorporate a business for profit, under the Corporate name (*1) and at the initial business address (*2) stated in ARTICLE XIII.

ARTICLE II - PURPOSE(S) AND OBJECT(S): The Corporation is formed, pursuant to the specific Law (*3) and for the purpose(s) or object(s) of (*4) stated in ARTICLE XIII. The Corporation may engage in the stated business or specific profession and in any other transaction or business, permitted under the laws of the United States and of this State.

ARTICLE III - DURATION: The duration of this Corporation shall be perpetual. Corporate existence shall commence (*5) stated in ARTICLE XIII, provided that all of the requirements of the law are met.

ARTICLE IV - REGISTERED OFFICE - AGENT: The name of the Registered Agent (*6) and the street address of the Registered Office (*7) are stated in ARTICLE XIII.

ARTICLE V - NUMBER OF DIRECTORS: The number of the Board of Directors, if any, shall be determined, from time to time, by the By-Laws.

ARTICLE VI - SHARES: The number of authorized shares (*8), whether such shares shall be Par Value or No Par Value (*9) and the class of shares which are authorized (*10) are stated in ARTICLE XIII.

ARTICLE VII - INCORPORATOR(S) AND DIRECTOR(S): The name and address of each Incorporator (*11) and each Director (*12) is stated in ARTICLE XIII.

ARTICLE VIII - BROADEST POWERS; INCORPORATION BY REFERENCE: The Corporation shall have the broadest powers to do any and all things necessary, suitable, convenient, or proper for the accomplishment of any of the Purposes or the attainment of any of the Objects enumerated, or which, at any time, appear conducive or expedient for the protection or benefit of the Corporation either as holder of, or as to its interest in, any property or otherwise, with all the powers now or hereafter conferred, by the laws of this State, upon Corporations incorporated hereunder.

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STATE OF FLORIDA

ARTICLE IX - INDEMNIFICATION: The Corporation shall Indemnify and hold harmless, any Party to a threatened, pending or completed action, suit, or proceeding, arising out of contract (as distinguished from tort), other than an action by, or in the right of, the Corporation, because he/she is or was a Director or Executive Officer thereof, against expenses (including attorneys' fees), judgments and amounts paid in settlement, actually and reasonably incurred in connection therewith, including appeals thereof, if he/she acted in good faith and in a manner, he/she reasonably believed to be in, and not opposed to, the best interest of the Corporation.

ARTICLE X - GENERAL: A. Shareholders shall not have a preemptive right to acquire unissued or treasury shares of the Corporation or its securities that are convertible into, or carry a right to subscribe to or acquire shares, unless otherwise stated (*13) in ARTICLE XIII.

ARTICLE XI - ACCEPTANCE BY REGISTERED AGENT: The Party named (Individual or Corporation) (*6) in ARTICLE XIII agrees: to act as Registered Agent, and as such, to accept Service of Process; to keep the Registered Office open during the hours prescribed by Law; and to post such Agent's name and the name of any other Officers of the Corporation authorized by Law to accept Service of Process, at the address stated in this State, in some conspicuous place in the Registered Office, as required by Law.

ARTICLE XII - SPECIAL PROVISIONS: Special Provisions are stated at (*14) in ARTICLE XIII.

ARTICLE XIII:

- (*1) SERO INVESTMENTS CORPORATION :Name
- (*2) 8370 West Flagler Street, :Address
Suite 250, Miami, Florida 33144
- (*3) Chapter 607, Florida Statutes :Applicable Statute
Of Incorporation
- (*4) All lawful purposes for which :Specific Business
corporations may be incorporated
under Chapter 607
- (*5) On filing :Commencement of
Corporate Existence
- (*6) JOSEPH M. WEHBY, P.A. :Name of Registered
Agent
- (*7) 8370 West Flagler Street, :Address of
Suite, 250, Miami, Florida 33144 Registered Agent

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- (*8) 1000 One Thousand :Number of Authorized Shares
- (*9) One Dollar (\$1.00) par value :Par Value or no Par Value
- (*10) All shares are common voting and are entitled to receive the net assets of the corporation equally upon dissolution. :Class of Shares
- (*11) JOSEPH M. WEHBY, ESQUIRE
8370 WEST FLAGLER STREET, SUITE 250
Miami, Florida 33144 :Name and address of each Incorporator
- (*12) JOSEPH M. WEHBY, ESQUIRE
8370 WEST FLAGLER STREET, SUITE 250
MIAMI, FLORIDA 33144 :Name and address of each Member of the Initial Board of Directors
- (*13) The initial shareholders only have the right of first refusal for the acquisition of any issue of shares subsequently authorized. :Preemptive Rights
- (*14) NONE :Special Provisions


Joseph M. Wehby
JOSEPH M. WEHBY, ESQUIRE
INCORPORATOR

Joseph M. Wehby
JOSEPH M. WEHBY, ESQUIRE
ACCEPTANCE BY REGISTERED AGENT

COUNTY OF MIAMI-DADE)
: SS
STATE OF FLORIDA)

BE IT KNOWN, that on the 17th day of November, 2006, before the undersigned authority duly commissioned and sworn, personally appeared before me JOSEPH M. WEHBY, ESQUIRE, as Registered Agent and as sole incorporator for the above named Corporation, to me personally known or who produced (Florida Drivers License) or _____ as identification, and who executed the foregoing document.

IN TESTIMONY WHEREOF, I have hereunto subscribed my name and affixed my seal of office the day and year last above written.

 Norma Urisate
My Commission DQ255217
Expires December 29, 2007

Norma Urisate
NOTARY PUBLIC

Norma Urisate
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