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CHARGED, PLEASE ENTER YOUR PASSWORD. TO ABANDON THIS PROCESS, ENTER 'N'.

3/08/95 FLORIDA DIVISION OF CORPORATIONS 4:15 PM
PUBLIC ACCESS SYSTEM
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TO: DIVISION OF CORPORATIONS FROM: FAG-T CORP. AGENTS, INC.
DEPARTMENT OF STATE 8405 NW 53RD ST
STATE OF FLORIDA SUITE C-100
409 EAST GAINES STREET MIAMI FL 33166- FL 33418-0000
TALLAHASSEE, FL 32399 CONTACT: LIDIA FERNANDEZ
FAX: (904) 922-4000 PHONE: (305) 599-0839
FAX: (305) 592-9591
DOCUMENT TYPE: FLORIDA PROFIT CORPORATION OR P.A.

NAME: POPPY WORLD INC.
FAX AUDIT NUMBER: H95000002687 CURRENT STATUS: REQUESTED
DATE REQUESTED: 03/08/1995 TIME REQUESTED: 16:15:25
CERTIFICATE OF STATUS: 0
CERTIFIED COPIES: 1 METHOD OF DELIVERY: FAX
NUMBER OF PAGES: 3 ACCOUNT NUMBER: 071001002335
ESTIMATED CHARGE: \$122.50

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TALLAHASSEE, FLORIDA

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ARTICLES OF INCORPORATION

OF

Poppy World Inc.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned incorporator(s), for the purpose of forming a corporation under the Florida General Corporation Act, hereby adopt(s) the following Articles of Incorporation.

ARTICLE I NAME

The name of the corporation shall be: *Poppy World Inc.*

The principal place of business of this corporation shall be: *2048 S.W. 103 Court
Miami, FL 33175*

ARTICLE II NATURE OF BUSINESS

This corporation may engage in or transact any or all lawful activities or business permitted under the laws of the United States, the State of Florida, or any other state, country, territory or nation.

ARTICLE III CAPITAL STOCK

The aggregate number of shares of stock and its par value that this corporation is authorized to have outstanding at any one time is: *1000 stock of \$500 each.*

ARTICLE IV TERM OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE V OFFICERS DIRECTORS

The name(s) and street address(es) of the initial officer(s) and director(s), if any, who shall hold office the first year of the corporation's existence or until their successor(s) is(are) elected, is(are):

Director President Frank Pubchara 7835 S.W. 127 Court, Miami, FL 33183
Director V.C. President Jorge E. Pubchara 3040 S.W. 130 Ave, Miami, FL 33175
Director Secretary Jorge Pubchara Sr. 2048 S.W. 103 Court, Miami, FL 33175

Prepared by: Frank Pubchara
7835 SW 127th Court
Miami, FL 33175
H95000002687

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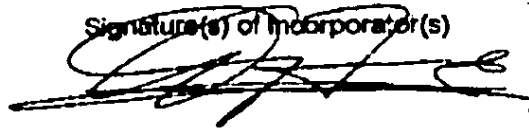
ARTICLE VI INCORPORATOR(S)

The name(s) and street address(es) of the incorporator(s) to this articles of incorporation is(are):

*Alberto R Tamayo
8300 S.W. 31 Street
Miami, FL 33155*

IN WITNESS WHEREOF, the undersigned incorporator(s) has(have) executed these Articles of Incorporation this 8th day of March, 1995.

Signature(s) of Incorporator(s)



H95000002687

**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 designating the registered office/registered agent, in the State of Florida.

1. The name of the corporation is: Poppy World Inc.

2. The name and address of the registered agent and office is:
Alberto R. Tomayo 8300 S.W. 31th St.
(P.O. BOX NOT ACCEPTABLE)
Miami, Florida 33155
(CITY/STATE/ZIP)

SIGNATURE _____
(corporate officer)
TITLE Registered Agent
DATE 03/09/95

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95 MAR -9 AM 4:54
SECRETARY OF STATE
TALLAHASSEE FLORIDA

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 FURTHER 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 [Signature]
DATE 03/09/95

REGISTERED AGENT FILING FEE: