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JORGE H VALLALBA

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FLORIDA DIVISION OF CORPORATIONS

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(((H97000005769 9)))

TO: DIVISION OF CORPORATIONS
(904)922-4001

FAX #:

FROM: BUSINESS WORLD TRANSACTIONS, INC.
104512000707

ACCT#:

CONTACT: GEORGE G PICARDIE

PHONE: (305)857-8448

FAX #:

(305)867-8200

NAME: AQUAKNOTS U.S.A., CORP.

AUDIT NUMBER.....H97000005769

DOC TYPE.....FLORIDA PROFIT CORPORATION OR P.A.

CERT. OF STATUS..0

PAGES..... 3

CERT. COPIES.....0

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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: AQUAKNOTS U.S.A., CORP.

ARTICLE II PRINCIPAL OFFICE

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

1828 S.W. 9 St.
#8
Miami, Fl. 33130

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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: One Thousand (1000) shares at One Dollar (1.00) per value.

ARTICLE IV INITIAL REGISTERED AGENT AND STREET ADDRESS

The name and address of the initial registered agent is:

Rene Martinez
1828 S.W. 9 St.
#8
Miami, Fl. 33130

Prepared by:

Rene Martinez
1828 S.W. 9 St.
#8
Miami, Fl. 33130
(305)578-2507

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ARTICLE V INCORPORATOR(S)

See instructions for officers/directors

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

Rene Martinez
1828 S.W. 9 St.
#8
Miami, Fl. 33130

Director & President.

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

7 day of April 1997, 19

Rene Martinez

Signature

Signature

Signature

NOTE: Affixing an officer title after a signature of an incorporator does not constitute the designation of officers.

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CERTIFICATE OF DESIGNATION OF REGISTERED AGENT/REGISTERED OFFICE

PURSUANT TO THE PROVISIONS OF SECTION 617.0501, 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:

AQUAKNOTS U.S.A., CORP.
(must include suffix)

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

Rene Martinez
(NAME)

1828 S.W. 9 St. #8
(P.O. Box or Mail Drop Box NOT ACCEPTABLE)

Miami, Fl. 33130
(CITY/STATE/ZIP)

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

Rene Martinez
(SIGNATURE)

4-7-97
(DATE)