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Florida Department of State
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To: Division of Corporations
Fax Number : (850) 487-6013

From: Account Name : FAS-T CORP. AGENTS, INC.
Account Number : 071001002335
Phone : (305) 599-0839
Fax Number : (305) 716-0346

98 OCT 22 AM 10:32
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FLORIDA PROFIT CORPORATION OR P.A.

CREATIVE MINDWORKS, CORP.

Certificate of Status	0
Certified Copy	1
Page Count	06
Estimated Charge	\$78.75

10/22/98
AM

ARTICLES OF INCORPORATION

OF

CREATIVE MINDWORKS, CORP.

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TALLAHASSEE, FLORIDA

ARTICLE I - NAME

The name of this corporation is **CREATIVE MINDWORKS, CORP.**

ARTICLE II - DURATION

This corporation shall exist in perpetuity.

ARTICLE III - PRINCIPAL OFFICE AND MAILING ADDRESS

The principal office and mailing address of this corporation is

**2030 N.E. 198th Terrace
Aventura, FL 33179**

Prepared by: **Alejandro Fernandez
2030 NE 198 Terr
North Miami Beach, FL 33179
305-933-4503**

ARTICLE IV - CAPITAL STOCK

This corporation is authorized to issue 1000 shares of \$1.00 par value common stock which shall be designated "Common Shares".

ARTICLE V - INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered agent and office of this corporation is

Louis Zaretsky, Esq.
Ritter, Ritter, and Zaretsky, P.A.
555 N.E. 15th Street, Suite 101
Miami, Florida 33130

ARTICLE VI - INITIAL BOARD OF DIRECTORS

This corporation shall have two directors initially. The number of directors may be either increase or diminished from time to time by the by-laws, but shall never be less than one.

The names and address of the directors of the corporation is:

Lizette Fernandez / President & Secretary
2030 N.E. 198th Terrace
Aventura, FL 33179

Alejandro Fernandez / Vice President
2030 N.E. 198th Terrace
Aventura, FL 33179

ARTICLE VII - PURPOSE

This corporation is organized for the purpose of engaging in any activity or business permitted under the laws of the United States and the State of Florida.

ARTICLE VIII - INCORPORATOR

The name and address of the person signing these Articles is:

**Lizette Fernandez / President & Secretary
2030 N.E. 198th Terrace
Aventura, FL 33179**

**Alejandro Fernandez / Vice President
2030 N.E. 198th Terrace
Aventura, FL 33179**

ARTICLE IX - BY LAWS

The power to adopt, alter, amend or repeal by-laws shall be vested in the Board of Directors.

ARTICLE X - POWERS

This corporation shall have all of the corporate powers enumerated in the Florida General Corporation Act.

ARTICLE XI - INDEMNIFICATION

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

ARTICLE XII - 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.

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles

of Incorporation this 20 day of October, 98


Lizette Fernandez
President & Secretary

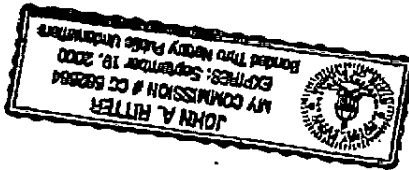

Alejandro Fernandez
Vice President

STATE OF FLORIDA
SS
COUNTY OF DADE

BEFORE ME, the undersigned authority, appeared **LIZETTE FERNANDEZ** known to be the President and Secretary of **CREATIVE MINDWORKS, CORP.** and **ALEJANDRO FERNANDEZ** known to be the Vice President of **CREATIVE MINDWORKS, CORP.** the individuals described in and who executed the foregoing instrument as described thereto.

WITNESS my hand and official seal this 20 day of October, 98


Notary Public, State of Florida



My Commission expires:

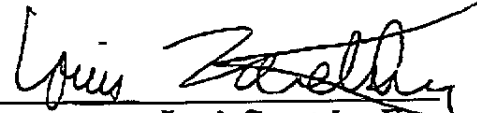
DESIGNATION OF REGISTERED AGENT

(Attached to the Articles of Incorporation and made a part thereof)

Pursuant to Chapter 48.091 and 607.034, Florida Statutes, the following is submitted in compliance with said Acts and made a part of the Articles of Incorporation of the corporation.

That **CREATIVE MINDWORKS, CORP.** desiring to organize under the laws of the State of Florida, with its registered office as indicated in the Articles of Incorporation, has named **Louis Zaretsky, Esq.**, as its registered Agent to accept service of process within this State.

Acceptance of appointment as
Registered Agent



Louis Zaretsky, Esq.
Ritter, Ritter, and Zaretsky, P.A.
555 N.E. 15th Street, Suite 101
Miami, Florida 33130

Corp.495

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