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FLORIDA PROFTT CORPORATION OR P.A.

CONHAR, INC.

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## FLORIDA DEPARTMENT OF STATE

Katherine Harris  
Secretary of State

January 14, 1999

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ARTICLES OF INCORPORATION  
OF  
CONHAR, INC.

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TALLAHASSEE, FLORIDA

The undersigned subscribers to these articles of incorporation, each a natural person competent to contract, hereby associate themselves together to form a corporation under the laws of the State of Florida.

SECTION 1.01 NAME. The name of this corporation is:  
**CONHAR, INC.**

SECTION 2.01 CAPITAL STOCK. The maximum number of shares of par value common, of non par common and of preferred stock, and of every kind, class of series of each, with their distinguishing characteristics and the par value of all shares having par value that this corporation is authorized to have outstanding at any one time is 1000 SHARE COMMON STOCK \$ 1.00 PAR VALUE EACH.

SECTION 3.01 INITIAL CAPITAL. The amount of capital with which this corporation will begin business is: ONE THOUSAND DOLLARS

SECTION 4.01 TERM OF EXISTENCE. This corporation is to exist perpetually.

SECTION 5.01 ADDRESS. The initial post office address of the principal office of this corporation in the State of Florida is:  
**6444 Atlanta Street, Hollywood, Fl 33024**

The Board of Directors may, from time to time move the principal office to any other address in Florida.

SECTION 6.01 DIRECTORS. This corporation shall have TWO director (s) initially. The number of Directors may be increased or diminished from time to time, by laws adopted by the shareholders, but shall never be less than ONE.

SECTION 7.01 INITIAL DIRECTORS. The name and post office addresses of the members of the first Board of Directors are:

NAME	ADDRESS
Esteban A. Consalvo	6644 Atlanta Street, Hollywood, Fl 33024
Everton A. Harris	17034 N.W.66 Court Miami Lakes, Fl 33015

Sergio E. Ruiz  
ACCOUNTANT  
3446 S.W. 8th Street Suite 203  
Miami, Fl 33135 (305) 567-0690

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**SECTION 8.01 SUSCRIBERS.** The name and post office addresses of each suscriber to these articles of incorporation are:

NAME	ADDRESS
Esteban A. Consalvo	6644 Atlanta Street, Hollywood, FI 33024
Everton A. Harris	17034 N.W. 66 Court Miami Lakes, FI33015

**SECTION 9.00 NATURE OF BUSINESS.**

**SECTION 9.01** To engage in every aspect and phase of the business of Any and all business which is not contrary to the laws of the United States of Amercia and of the State of Florida.

**SECTION 9.02** To manufacture ,purchase, or otherwise adquire , and to own, mortgage, pledge, sell, assign, transfer, or otherwise dispose of, and to invest in, deal in and with, goods, wares, merchandise, real and personal property and services, of every class, kind and description; except that it is not to conduct a banking, safe deposit, trust, insurance, surely, express, railroad, canal, telegraph, telephone or cementery company, a building and loan association, mutual fire insurance association, cooperative association, fraternal benefit society, satate fair or exposition.

**SECTION 9.03** To conduct business in, have one or more offices in, and buy, hold, mortgage, sell, convey, lease or otherwise dispose of real and personal property, including franchises, patents, copyrights, trademarks, and licenses, in the State of Florida and in all other states and countries.

To contract depts and borrow money, issue and sell or pledge bonds, depentures, notes and otherevidences of indeptness as required.

To purchase the corporate assets of any other corporation and engage in the same or other character business.

To guarantee, endorse, purchase, hold, sell, transfer, mortgage, pledge or otherwise acquire or dispose of the shares of the capital stock of, or any bonds, securities, or other evidence of indeptedness created by any other corporation of the State of Florida or any other states of governments, and while owner of such stock to exercise all the rights, powers and priviledges of ownership, including the right to vote such stock.

**SECTION 9.04** Resident Agent the corporation inpursuance of charter 48.09 Florida Statutes has named : Esteban A. Consalvo 6644 Atlanta Street, Hollywood, FI 33024

as its agent to accept services of process within this state.

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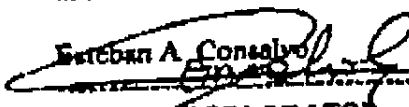
**SECTION 10.01 AMENDMENT** This articles of incorporation may be amended in the manner provided by law Every amendment shall be approved by the Board of Directors, proposed by them to the stockholders, and approved at a stockholder's meeting by a MAJORITY of the stock entitled to vote thereon, unless all the directors and all the stockholders sign a written statement manifesting their intention that a certain amendment of these articles of incorporation be made.

**SECTION 11.00 REGISTERED OFFICE AND REGISTERED AOENT** The street address of its initial registered office and the name of its registers Agent is:

Esteban A. Consalvo  
6644 Atlanta Street, Hollywood, Fl 33024

I hereby accept to act in this capacity and agree to comply with the provision of said Act relative to keeping open said place by 

In Witness Whereof, we have hereunto set our hand and seal and acknowledged to be filed in the office of the Secretary of State, the foregoing Certificate of Incorporation

  
Esteban A. Consalvo  
INCORPORATOR

  
Everton A. Harris  
INCORPORATOR

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