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To:
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     Fax Number      :  (850)205-0381

From:
     Account Name    :  FAS-T CORP. AGENTS, INC.
     Account Number  :  071001002335
     Phone           :  (305)599-0839
     Fax Number      :  (305)716-0346
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TALLAHASSEE, FLORIDA
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FLORIDA PROFIT CORPORATION OR P.A.

MANHATTAN WATCH AND DIALS LTD.

Certificate of Status	0
Certified Copy	1
Page Count	03
Estimated Charge	$78.75

FLORIDA DEPARTMENT OF STATE
Glenda E. Hood
Secretary of State

March 24, 2003

FAS-T CORP, AGENTS, INC.

SUBJECT: MANHATTAN WATCH AND DIALS LTD, INC.
REF: W03000008417

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Division of Corporations - P.O. BOX 6327 - Tallahassee, Florida 32814

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ARTICLES OF INCORPORATION
OF
MANHATTAN WATCH AND DIALS INC.

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: MANHATTAN WATCH AND DIALS INC.

The principal place of business of this corporation shall be: 169 EAST FLAGLER ST,#901 MIAMI, FLORIDA 33131.

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: 500 SHARES AT $1.00

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):
1. OSCAR L DORTONA
    169 EAST FLAFLER ST #901
    MIAMI, FLORIDA 33131

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ARTICLE VI INCORPORATOR(S)

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

OSCAR L DORTONA
169 EAST FLAGLER ST #901
MIAMI, FLORIDA 33131

IN WITNESS WHEREOF, the undersigned incorporator(s) has (have) executed these Articles of Incorporation this __14__ day of MARCH ,2003 .

Signature(s) of Incorporator(s)

ARTICLES OF INCORPORATION FILING FEE:

CERTIFICATE OF DESIGNATION
REGISTERED AGENT/REGISTERED OFFICE

Pursuant to the provisions of Section 607.325, Florida Statute, the undersigned corporation, organized under the laws of the State or Florida, submits the following statement in designating the registered office/registered agent, in the State of Florida.

1. The name of the corporation is : MANHATTAN WATCH AND DIALS INC.

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

OSCAR L DORTONA
(P.O.BOX NOT ACCEPTABLE)
169 EAST FLAGLER ST #901
(CITY/STATE/ZIP CODE)
MIAMI, FLORIDA 33131

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 _____

DATE _____

SECRETARY OF STATE
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