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Florida Department of State
Division of Corporations
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To:

Division of Corporations
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From:

Account Name : EMPIRE CORPORATE KIT COMPANY
Account Number : 072450003255
Phone : (305) 541-3694
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ALV

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LIMITED LIABILITY COMPANY
FABRILE FUNDING INTERNATIONAL, L.L.C.

Certificate of Status	0
Certified Copy	1
Page Count	04
Estimated Charge	\$155.00

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(4) H00000015001

**ARTICLES OF INCORPORATION OF
Fabrile Funding International, L.L.C.****ARTICLE I - NAME**

The name of the company is Fabrile Funding International, L.L.C.

ARTICLE II - DURATION

The company shall have perpetual existence commencing on the date of filing.

ARTICLE III - PURPOSE

The company may engage in any activity or business permitted under the laws of the United States and the State of Florida and under the laws of any other country in the world.

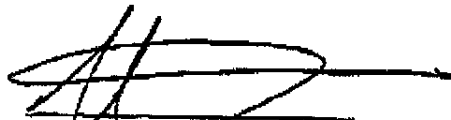
ARTICLE IV - INITIAL REGISTERED AGENT

The name and address of the initial registered agent of this company is Kirk D. De Leon, Esq., 7 N.W. 2nd Street, Suite 218, Miami, FL 33128.

ARTICLE V - ACCEPTANCE OF REGISTERED AGENT

Having been named as registered agent and to accept service of process for the above stated limited liability company 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 accepts the obligations of my position as registered agent as provided for in Chapter 608, F.S.

Dated this 21 th day of March, 2000.


Kirk D. De Leon, Esq.

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ARTICLE VI - PRINCIPAL OFFICE OF THE COMPANY

The principal office of the company will be 406 Pine Edge Drive, Spring, Texas 77380, and in Florida at 7 NW 2nd Street, Suite 218, Miami, Florida 33128.

ARTICLE VII - MANAGEMENT

The Limited Liability Company is to be Managed by one or more managers and is therefore a manager-managed company.

The initial manager of the company is:

John Giacchi
406 Pine Edge Drive or 7 NW 2nd Street
Spring, Texas 77380 Suite 218
Miami, Florida 33128

ARTICLE VIII - BY LAWS

The By Laws of this company may be adopted, altered amended or repealed by either the Stockholders or the Directors.

ARTICLE IX - INDEMNIFICATION

The company shall indemnify any Manager or any former Manager to the full extent permitted by law.

ARTICLES X - AMENDMENT

This company reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, in accordance with the provisions of the Florida Statutes.

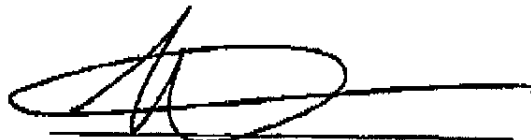
IN WITNESS WHEREOF, and in accordance with section 608.408(3), Florida Statutes, the execution of this document constitutes an affirmation under the penalties of perjury that the facts stated herein are true.

This 24th day of March, 2000.

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Kirk D. De Leon as Agent of the Company

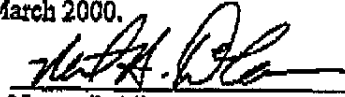
STATE OF FLORIDA]

COUNTY OF DADE]

BEFORE ME, the undersigned authority, personally appeared KIRK De LEON, who is personally know to me and who has provided a Florida Drivers license as identification to verify identity, and he subscribed the above Articles of Incorporation and he did freely and voluntarily acknowledge before me according to the law that he made an subscribed the same for the uses and purposes therein mentioned and set forth.

IN WITNESS WHEREOF, I have hereunto set my hand and official seal at Miami, Dade County, Florida, this 29 th day of March 2000.

My Commission Expires:


Notary Public of the State
of Florida at Large

This instrument prepared by:

Kirk D. DeLeon, Esq.
7 N.W. 2nd Street
Suite 218
Miami, Florida 33128
(305) 374-5494
Florida Bar No.: 989959
legal2117@att.net



NEIL A. DELEON
Comm. No. CC 808349
My Comm. Exp. Mar. 12, 2001
Bonded thru Richard Ins. Agcy.

00 APR -1, PM 4:00

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