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Florida Department of State
Division of Corporations
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To:
Division of Corporations
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Account Name : EMPIRE CORPORATE KIT COMPANY
Account Number : 072450003255
Phone : (305) 541-3694
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FLORIDA PROFIT CORPORATION OR P.A.

JUANITOSABE.COM, INC.

| | |
|-----------------------|---------|
| Certificate of Status | 0 |
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ARTICLES OF INCORPORATION
OF
JUANITOSABE.COM, INC.

EFFECTIVE DATE

01-06-00

The undersigned subscribed to these Articles of Incorporation, a natural person competent to contract, hereby forms a corporation under the laws of the State of Florida.

ARTICLE I

NAME

The name of the corporation is JUANITOSABE.COM, INC.

ARTICLE II

DURATION AND BEGINNING OF CORPORATE EXISTENCE

The corporation shall exist perpetually. The date when the corporate existence of this corporation shall be is January 6, 2000.

ARTICLE III

NATURE OF BUSINESS

The corporation is organized for the purpose of transacting any and all lawful business.

ARTICLE IV

CAPITAL STOCK

The corporation is authorized to have outstanding one class of stock designated as common stock. The maximum number of shares of common stock which the corporation is authorized to have outstanding is 10,000 shares of common stock of a par value of \$1.00 per share. Holders of common stock are entitled to vote on all questions required by law on the basis of one (1) vote per share and there shall be no cumulative voting.

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Prepared by: John O. Sutton, P.A.
Fla. Bar No. 245380
2665 LeJeune Rd., PH-II
Coral Gables, Florida 33134
Phone: (305) 448-1295

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ARTICLE V**INITIAL REGISTERED OFFICE AND AGENT**

The street address of the initial registered office of the corporation in the State of Florida is c/o John O. Sutton, P.A., 2655 LeJeune Road, Penthouse II, Coral Gables, Florida 33134, and the name of the initial registered agent of this corporation at that address is John O. Sutton, P.A.

ARTICLE VI**PRINCIPAL OFFICE**

The principal place of business and mailing address of this corporation shall be: 340 Harbor Drive, Key Biscayne, Florida 33149.

ARTICLE VII**INITIAL BOARD OF DIRECTORS**

The corporation shall have (1) director(s) initially. The number of directors may be increased or decreased from time to time by amendment to, or in the manner provided in the by-laws of the corporation.

The name and address of the initial directors are as follows:

JUAN CALLE
340 Harbor Drive
Key Biscayne, Florida 33140

ARTICLE VIII**INCORPORATOR**

The name and address of the Incorporator subscribing to these Articles of Incorporation is: John O. Sutton, P.A., 2655 LeJeune Road, Penthouse II, Coral Gables, Florida 33134.

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ARTICLE IX

INDEMNIFICATION

The corporation shall indemnify, to the full extent permitted by law, any officer, director, employee or agent of the corporation, or any former officer, director, employee or agent of the corporation, or any person who at the request of the corporation is or was serving as a director, officer, employee or agent of another corporation, partnership, joint venture, trust or other enterprise.

ARTICLE X

AMENDMENT

This corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment thereto.

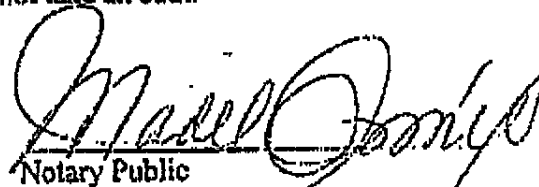
IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation this 6th day of January, 2000.



John O. Sutton
Incorporator

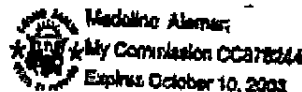
STATE OF FLORIDA
COUNTY OF MIAMI-DADE

The foregoing instrument was acknowledged before me this 15th day of January 2000, by JOHN O. SUTTON, known to me and who did not take an oath.



Notary Public
State of Florida at Large

My commission expires:



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**CERTIFICATE OF REGISTERED AGENT
OF
JUANITOSABE.COM, INC.**

Pursuant to Sections 607.0501 and 607.0505 of the Florida Statutes, the following is submitted in compliance therewith:

That JUANITOSABE.COM, INC. desiring to organize under the laws of the State of Florida with its principal office in 340 Harbor Drive, Key Biscayne, Florida, has named John O. Sutton, P.A., 2655 LeJeune Road, Penthouse II, Coral Gables, County of Dade, State of Florida, agent to accept service of process within the State.

ACKNOWLEDGMENT

Having been named to accept service of process for the above stated corporation, at the place designated in this certificate, I hereby accept 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, including the obligations provided in Florida Statutes Section 607.0505.

Dated this 6th day of January, 2000

JOHN O. SUTTON, P.A.

By: 
John O. Sutton

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