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Florida Department of State
Division of Corporations
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To:

Division of Corporations
Fax Number : (850) 922-4001

From:

Account Name : EMPIRE CORPORATE KIT COMPANY
Account Number : 072450003255
Phone : (305) 541-3694
Fax Number : (305) 541-3770

FLORIDA PROFIT CORPORATION OR P.A.
AFFINITY ONE CORPORATION

Certificate of Status	0
Certified Copy	1
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B. McKnight JAN 31 2000

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SECRETARY OF STATE
DIVISION OF CORPORATIONS
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Prepared by: Maria Camps-Fernandez
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Miami, FL 33126
(305) 445-0554
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ARTICLES OF INCORPORATION OF

Affinity One Corporation

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The undersigned, for the purposes of forming a corporation under the Florida General Corporation Act, hereby adopts the following Articles of Incorporation.

Article I. NAME

The name of this corporation is: Affinity One Corporation.

Article II. DURATION

This corporation shall have perpetual existence, commencing on the date of execution and acknowledgment of these Articles.

Article III. PURPOSE

The corporation may transact any and all lawful business for which corporations may be incorporated under the Florida General Corporation Act.

Article IV. CAPITAL STOCK

The aggregate number of shares which the corporation has the authority to issue is seven thousand five hundred (7,500), all of which shall be common shares with a par value of one dollar (\$1.00).

Article V. PRE-EMPTIVE RIGHTS

Every shareholder, upon the sale for cash of any new stock of this corporation of the same kind, class or series as that which she or he already holds, shall have the right to purchase his or her pro rata share (as nearly as may be done without the issuance of fractional shares at the price at which it is offered to others).

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Article VI. INITIAL REGISTERED AGENT AND PRINCIPAL OFFICE

The name and address of the initial Registered Agent and principal office address of this corporation is:

Initial Registered Agent

Kachun Man
9753 N.W. 41 St.
Miami, FL 33178

Principal Office Address

8855 N.W. 146 Lane
Miami, FL 33018

Article VII. INITIAL BOARD OF DIRECTORS

This corporation shall have one (1) director initially who shall serve until her successor, if any, is selected at the annual meeting of the shareholders. If and when so permanently constituted, the number of directors of the Board of Directors of the Corporation may be either increased or diminished from time to time in the by laws but shall never be less than one. The name and address of the initial Director of this corporation is:

Kapui Ip
8855 N.W. 146 Lane
Miami, FL 33018

Article VIII. INITIAL OFFICERS

The name and address of the initial officers of this corporation is/are:

President: Kapui Ip
8855 N.W. 146 Lane
Miami, FL 33018

Vice President: Kapui Ip
8855 N.W. 146 Lane
Miami, FL 33018

Secretary: Kapui Ip
8855 N.W. 146 Lane
Miami, FL 33018

Treasurer: Kapui Ip
8855 N.W. 146 Lane
Miami, FL 33018

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Article IX. INCORPORATORS

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

Kapui Ip
8855 N.W. 146 Lane
Miami, FL 33018

Article X. BY LAWS

The power to adopt, alter, amend or repeal the by laws shall be vested in the shareholders of this corporation.

Article XI. RESTRICTIONS ON TRANSFER OF STOCK

Shares of capital stock of this corporation shall be issued initially at the first organizational meeting of this Corporation. Shares held by the initial shareholders may not be resold or otherwise transferred to other persons unless first offered to the remaining shareholder(s) or to this corporation. The price and terms at which, and the time within which, those shares may be offered and sold shall be further specified by written agreement among all the shareholders of this corporation.

Article XII. MANAGEMENT OF CORPORATION BY SHAREHOLDERS

All corporate powers shall be exercised by or under the authority of and the business affairs of this corporation shall be managed under the direction of the shareholders of this corporation.

Article XIII. MEETING BY CONFERENCE TELEPHONE

Shareholders, officers and directors of the corporation may participate in special or regular meetings of said individuals by means of conference telephone as provided by law.

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Article XIV. INDEMNIFICATION

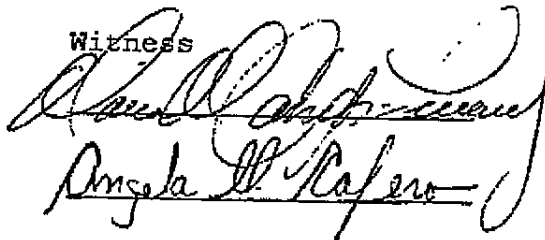
The corporation shall indemnify any officer or any former officer to the full extent permitted by law.

Article XV. AMENDMENT

Amendments to the Certificate of Incorporation may be proposed by any member of the corporation and shall be adopted upon a majority vote of the shareholders.

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation this 28 day of JANUARY, 2000.

Witness


Angela M. Kasper



Kapui Ip

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STATE OF FLORIDA)
) ss:
COUNTY OF MIAMI-DADE)

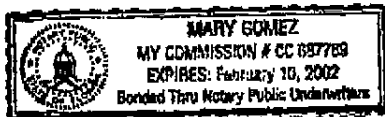
BEFORE ME, the undersigned authority, personally appeared
Kapui Ip, to me known to be the person who executed the
foregoing Articles of Incorporation or who produced a
Florida Driver License as identification and she acknowledged to
the before me that she executed such instrument.

IN WITNESS WHEREOF, I have hereunto set my hand and seal this
28th day of January, 2000.

My commission expires:

Mary Gomez

NOTARY PUBLIC, State of Florida
at Large



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ACCEPTANCE OF REGISTERED AGENT

Pursuant to Chapter 607.34 Florida Statutes, the following is submitted in compliance with said Act:

First, Affinity One Corporation, desiring to organize under the laws of the State of Florida, with its principal office as indicated in the Articles of Incorporation at County of Miami-Dade, State of Florida, has named Kachun Man, located at County of Miami-Dade, State of Florida, as its agent to accept service of process within this 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, and agree to comply with the provision of said Act relative to keeping open said office.

BY: 
REGISTERED AGENT

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