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Florida Department of State

Division of Corporations

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Katherine Harris, Secretary of State

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To:

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

From:

Account Name : FAS-T CORP. AGENTS, INC.
Account Number : 071001002335
Phone : (305) 599-0839
Fax Number : (305) 716-0346

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FLORIDA PROFIT CORPORATION OR P.A.**NPD ENTERPRISES, INC.**

Certificate of Status	0
Certified Copy	1
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FLORIDA DEPARTMENT OF STATE

Katherine Harris
Secretary of State

February 10, 2000

FAS-T

SUBJECT: NPD ENTERPRISES, INC.
REF: W00000003726

We received your electronically transmitted document. However, the document has not been filed. Please make the following corrections and refax the complete document, including the electronic filing cover sheet.

The registered agent and street address must be consistent wherever it appears in your document.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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Article I. Name

The name of this Florida corporation is:
NPD ENTERPRISES, INC.

Article II. Address

The mailing address of the Corporation is:

NIOSCAR PORTELLES
458 S.W. 10 ST., #3
MIAMI, FL 33130

Article III. Capital Stock

The Corporation shall have the authority to issue 100 shares of common stock, par value \$1.00 per share.

Article IV. Registered Agent

The name and address of the registered agent of the Corporation is:

NIOSCAR PORTELLES
458 S.W. 10 ST., #3
MIAMI, FL 33130

Article V. Board of Directors

The affairs of the Corporation shall be managed by a Board of Directors consisting of no less than one director. The number of directors may be increased or decreased from time to time in accordance with the Bylaws of the Corporation. The election of directors shall be done in accordance with the Bylaws. The directors shall be protected from liability to the fullest extent permitted by law. The name of each initial member of the Corporation's Board of Directors are:

Nioscar Portelles - 458 S.W. 10 St., #3 - Miami, FL 33130

Prepared by:
Barreras & Rachlin, P.A., 11120 N. Kendall Dr., #201, Miami, FL 33176
(305)270-2040

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Article VI.

The corporation shall have perpetual existence and may engage in any and all business permitted under the laws of the State of Florida and the United States.

Article VII. Incorporator

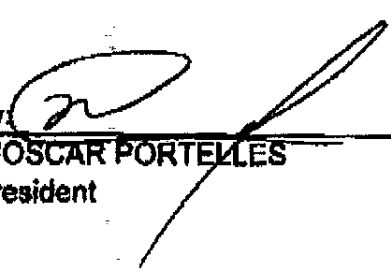
The name and address of the incorporator is:

NIOSCAR PORTELLES
458 S.W. 10 ST., #3
MIAMI, FL 33130

Article VIII. Corporate Existence

The corporate existence of the Corporation shall be effective upon filing.

The authorized representative of the incorporator executed the Articles of Incorporation on February 9, 2000

By: 
NIOSCAR PORTELLES
President

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**CERTIFICATE OF DESIGNATION
REGISTERED AGENT/REGISTERED OFFICE**

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

**CORPORATION:
NPD ENTERPRISES, INC.**

REGISTERED AGENT:

**NIOSCAR PORTELLES
458 S.W. 10 ST., #3
MIAMI, FL 33130**

I agree to act as registered agent to accept service of process for the corporation named above at the place designated in this Certificate. I agree to comply with the provisions of all statutes relating to the proper and complete performance of the registered agent duties. I am familiar with and accept the obligations of the registered agent position.

By: 

NIOSCAR PORTELLES
Registered Agent

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