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Florida Department of State
Division of Corporations
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To:

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

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Account Name : EMPIRE CORPORATE KIT COMPANY
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FLORIDA PROFIT CORPORATION OR P.A.

AYG INVESTMENT, INC.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION

OF

AYG INVESTMENT, INC.

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

ARTICLE ONE

NAME

The name of this corporation is AYG INVESTMENT, INC., and its principal place of business is 6911 N.W. 43rd Street, Miami, Florida 33166.

ARTICLE TWO

DURATION

The duration of the corporation is perpetual.

ARTICLE THREE

PURPOSES

The general purpose for which the corporation is organized are:

1. To transact any and all lawful business for which corporations may be incorporated under the Florida General Corporation Act; and
2. To do such other things as are incidental to the foregoing or necessary or desirable in order to accomplish the foregoing.

ARTICLE FOUR

AUTHORIZED SHARES

The aggregate number of shares which the corporation is authorized to issue is 500. Such shares shall be a single class, and shall have a par value of \$1.00 per share.

PREPARED BY: RAUL GASTES, JR.

GASTES & ASSOC. P.A.

300 # 3RD AVE # 308

305 S41 3770

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ARTICLE FIVE

REGISTERED OFFICE AND AGENT

The street address of the initial registered office is 15600 N.W. 67th Avenue, Suite 308, Miami Lakes, FL 33014, and the name of its registered agent at such address is RAUL GASTES, JR.

ARTICLE SIX

DIRECTORS

The number of directors constituting the initial board of directors of the corporation is three. The name and address of the persons who are to serve as the member of the initial board of directors are:

Abraham H. Segall - President
6911 N.W. 43rd Street
Miami, Florida 33166

Yogui Gonzalez - Vice President
6911 N.W. 43rd Street
Miami, Florida 33166

German Mejia - Secretary / Treasurer
6911 N.W. 43rd Street
Miami, Florida 33166

ARTICLE SEVEN

INCORPORATORS

The names and addresses of the incorporators are:

Abraham H. Segall - President
6911 N.W. 43rd Street
Miami, Florida 33166

Yogui Gonzalez - Vice President
6911 N.W. 43rd Street
Miami, Florida 33166

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German Mejia - Secretary / Treasurer
6911 N.W. 43rd Street
Miami, Florida 33166

Executed by the undersigned at Miami, Dade County, Florida, this 5th day of ~~May~~^{June}, 2000.


ABRAHAM H. SEGALL

STATE OF FLORIDA

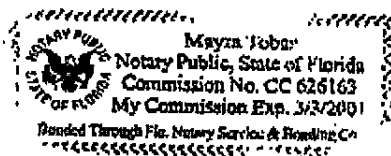
COUNTY OF MIAMI-DADE

BEFORE ME, the undersigned authority, personally appeared ABRAHAM H. SEGALL, to me known to be the person described herein or who provided FL DRIVER LICENSE as identification, who subscribed the above Articles of Incorporation and who freely and voluntarily acknowledged before me according to law that she made and subscribed the same for the uses and purposes therein mentioned and set forth.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal, at Miami-Dade, Dade County, Florida this 5th day of ~~May~~^{June}, 2000.


NOTARY PUBLIC, State of Florida
At Large

My Commission Expires:



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SECRETARY OF STATE
TALLAHASSEE, FLORIDA**ACKNOWLEDGMENT OF APPOINTMENT
BY REGISTERED AGENT**

Having been named as registered agent for AYG INVESTMENT, INC., at 15600 N.W. 67th Avenue, Suite 308, Miami Lakes, Florida 33014. I hereby agree to act in such capacity and agree to comply with the provisions of Section 48.091, Florida Statutes, and all other statutes, relative to the complete and proper performance of the duties of registered agent, and am familiar with and accept the obligations of registered agent.


Registered Agent RAUL GASTEL, JR.

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