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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
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FLORIDA PROFIT CORPORATION OR P.A.

LION KING ELECTRIC COOL, INC.

Certificate of Status	0
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**ARTICLES OF INCORPORATION
OF
LION KING ELECTRIC COOL, INC.**

(5)

The undersigned Incorporators sign the following Articles of Incorporation for the purpose of forming a corporation under the laws of the State of Florida.

**ARTICLE I
CORPORATE NAME**

The name of the corporation shall be:

LION KING ELECTRIC COOL, INC.

**ARTICLE II
TERM OF EXISTENCE**

The existence of the corporation shall commence upon the filing of these Articles of Incorporation by the Department of State and shall be perpetual.

**ARTICLE III
NATURE OF BUSINESS AND POWERS**

The corporation may engage in any and all businesses and activities permitted by the laws of the State of Florida. The corporation shall have all of the powers vested in a corporation organized under and existing by virtue of such laws.

**ARTICLE IV
CAPITAL STOCK**

The maximum number of shares of stock which the corporation is authorized to issue and have outstanding at any one time is One Thousand (1,000) shares of common stock having a par value of One (\$.01) Cent per share.

Document Prepared By:
Ivette Halphen Leon, Esq.
Florida Bar No.: 981834
Alayon & Associates, P.A.
2450 S.W. 137th Avenue, Suite 226
Miami, Florida 33175
(305) 221-2110

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ARTICLE V

REGISTERED AGENT AND INITIAL REGISTERED OFFICE

The initial registered agent and street address of the initial registered office of the corporation shall be:

A&P REGISTERED AGENT, INC.
2450 S.W. 137th Avenue
Suite 226
Miami, Florida 33175

ARTICLE VI

MAILING AND PRINCIPAL ADDRESS OF THE CORPORATION

The mailing address of the Corporation is:

1701 SW 92nd Place
Miami, Florida 33165

The principal office of the Corporation as of the date of execution of these Articles, and is:

1701 SW 92nd Place
Miami, Florida 33165

ARTICLE VII

BOARD OF DIRECTORS

This corporation shall have 1 director(s) initially. The name and address of the initial director(s) of the corporation, who shall hold office until their successor is elected and qualified or until his earlier resignation or removal from office is:

LEONEL GONZALEZ
1701 SW 92nd PLACE
MIAMI, FLORIDA 33165

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The number of directors may be increased or decreased from time to time pursuant to the bylaws of the corporation, but shall never be less than one.

ARTICLE VIII
INCORPORATOR

The name and address of the incorporator of the corporation is:

LEONEL GONZALEZ
1701 SW 92ND PLACE
MIAMI, FLORIDA 33165

ARTICLE XI
AMENDMENT

These Articles of Incorporation may be amended in the manner provided by law. Every amendment shall be approved by the Board of Directors, proposed by them to the stockholders, and approved at a stockholders' meeting by at least a majority of the stock entitled to vote thereon, unless all of the directors and all of the stockholders sign a written statement manifesting their intention that a certain amendment of these Articles of Incorporation be made.

IN WITNESS WHEREOF, the undersigned, as the Incorporator, has executed the foregoing Articles of Incorporation this 19th day of June, 2000.


Leonel Gonzalez, Incorporator

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

BEFORE ME, a Notary Public, personally appeared LEONEL GONZALEZ, to me known to be the person described as Incorporator and who executed the foregoing Articles of Incorporation, and he acknowledged before me that he subscribed to these Articles of Incorporation for the purposes therein expressed.

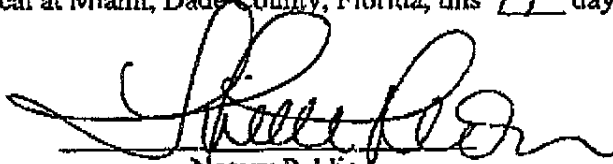
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WITNESS my hand and official seal at Miami, Dade County, Florida, this 19th day of June, 2000.



Ivette Halphen Leon
My Commission CC578206
Expires Aug. 18, 2000

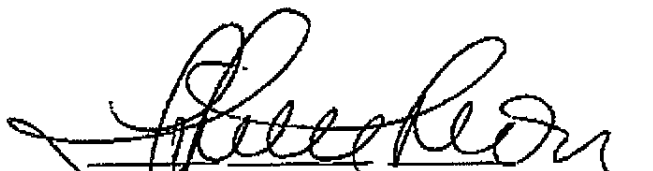

Notary Public
State of Florida at Large

My Commission Expires:

ACCEPTANCE BY REGISTERED AGENT

Having been appointed the registered agent of LION KING ELECTRIC COOL, INC. the undersigned accepts such appointment, agrees to act in such capacity and accepts the obligations imposed by Florida Statutes Section 607.325.

Dated this 19th day of June, 2000.


Ivette Halphen Leon, Esq., President
A&P Registered Agent, Inc.

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