

Division of Corporations

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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 : KALKAS BUSINESS SERVICES
 Account Number : I19980000015
 Phone : (305) 577-9716
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 00 JUL -6 AM 9:47
 SECRETARY OF STATE
 TALLAHASSEE, FLORIDA

FLORIDA PROFIT CORPORATION OR P.A.

Duarte Marketing Corp.

Certificate of Status	0
Certified Copy	0
Page Count	03
Estimated Charge	\$70.00

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ARTICLES OF INCORPORATION OF
DUARTE MARKETING, CORP.

(Name of Corporation)

ARTICLE I - NAME

The name of this corporation is:

Duarte Marketing, Corp.

with the principal place of business located at:

21300 San Simeon Way # L-7,
Miami, FL 33179

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ARTICLE II - PURPOSE

This corporation shall have perpetual existence and it may engage in any and all lawful businesses under the laws of the United States and the State of Florida.

The corporation shall initially engage in the business of marketing consulting, promotions and advertising, and shall also act as art and music event agency.

ARTICLE III - CAPITAL STOCK

The corporation is authorized to issue 1000 shares of common stock of one dollar (\$1.00) par value each share.

ARTICLE IV - INITIAL REGISTERED OFFICE

The street address of the Registered Office of this corporation is:

21300 San Simeon Way, # L - 7
Miami, FL 33179

The name of the initial Registered Agent of this corporation is:

Pery O. Martins

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ARTICLE V - INITIAL BOARD OF DIRECTORS

This corporation shall have two (2) directors initially. The number of directors may be either increased or diminished from time to time by the by-laws, but shall never be less than one (1). The initial directors of this corporation are:

Pery O. Martins; President, Secretary

Ana Duarte Rezende; Vice President, Treasurer

ARTICLE VI - INCORPORATORS

The names of and addresses of the persons signing this article are:

Pery O. Martins and Ana Duarte Rezende
21300 San Simeon Way # L - 7.
Miami, FL 33179

ARTICLE VII - INDEMNIFICATION

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


ARTICLE VIII - MANAGEMENT OF CORPORATION BY SHAREHOLDERS

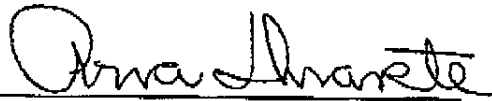
All corporate powers shall be exercised by or under the authority of, and the business and affairs of this corporation shall be managed under the director of, shareholders of this corporation.

ARTICLE IX - BY-LAWS

The power to adopt, alter, amend, or repeal by-laws shall be vested in the Board of Directors and the Shareholders.

IN WITNESS WHEREOF, the undersigned incorporators have executed these Articles of Incorporation this 29th day of June, 2000.


Incorporator


Incorporator

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CERTIFICATE DESIGNATING THE ADDRESS AND AN
AGENT UPON WHOM PROCESS MAY BE SERVED

WITNESSETH:

That the Duarte Marketing, Corp. desiring to organize under the laws of the State of Florida, which will have its principal office in the County of Miami-Dade State of Florida, has appointed

Pery O. Martins
21300 San Simeon Way # L - 7
Miami, FL 33179


as its agent to accept service of process within the state.

ACKNOWLEDGEMENT:

Having been named by the

Duarte Marketing, Corp.

to accept service of process for the above stated corporation, at the place designated in this certificate, I hereby agree to act in the capacity of Registered Agent for the said corporation, and agree to comply with the applicable provision of the Florida Statutes, this 29th day of June, 2000



Registered Agent

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