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To:
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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

FLORIDA PROFIT CORPORATION OR P.A.

XPLORAR.COM INC

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FLORIDA DEPARTMENT OF STATE
Katherine Harris
Secretary of State

September 12, 2000

FAS-T

SUBJECT: XPLORAR.COM INC
REF: W00000022255

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.

CANT READ THE REGISTERED AGENTS NAME ON THE CERTIFICATE PAGE.

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Neysa Culligan
Document Specialist

FAX Aud. #: H00000047760
Letter Number: 500A00048051

ARTICLES OF INCORPORATION

OF

XPLORAR. COM INC

The undersigned incorporator(s), for the purpose of forming a corporation under the Florida General Corporation Act, hereby adopt(s) the following Articles of incorporation.

ARTICLE I NAME

The name of the corporation shall be: XPLORAR. COM INC

The principal place of business of this corporation shall be:
6250 NW 173 ST SUITE 303 MIAMI FL 33015

ARTICLE II NATURE OF BUSINESS

This corporation may engage in or transact any or all lawful activities or business permitted under the laws of the United States, the State of Florida, or any other state, country, territory or nation.

ARTICLE III CAPITAL STOCK

The aggregate number of shares of stock and its value that this corporation is authorized to have outstanding at any one time is: TWO HUNDRED SHARES AT ONE DOLLAR (1.00) PER SHARE.

ARTICLE IV TERM OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE V OFFICERS DIRECTORS

The name(s) and street address(es) of the initial officer(s) and director(s), if any, who shall hold office the first year of the corporation's existence or until their successor(s) is(are) elected, is(are):

SABRINA HERNANDEZ	6250 NW 173 ST SUITE 303 MIAMI FL 33015
JOSE YINKO	6250 NW 173 ST SUITE 303 MIAMI FL 33015

H00000047760 4

ARTICLE VI INCORPORATOR(S)

The name(s) and street address(es) of the incorporator(s) to this articles of incorporation is(are).

SABRINA HERNANDEZ 6250 NW 173 ST SUITE 303 MIAMI FL 33015

JOSE YINKO 6250 NW 173 ST SUITE 303 MIAMI FL 33015

IN WITNESS WHEREOF, the undersigned incorporator(s) has(have) executed these Articles of Incorporation this 11 day of September, 2000.

Signature(s) of Incorporator(s)

HS-YK

SABRINA HERNANDEZ

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CERTIFICATE OF DESIGNATION
REGISTERED AGENT\REGISTERED OFFICE

Pursuant to the provisions of section 607.0501, Florida Statutes, the undersigned corporation, organized under the laws of the State of Florida, submits the following statement in designating the registered office/registered agent, in the State of Florida.

1. The name of the corporation is: XPLORAR. COM INC

2. The name and address of the registered agent and office is:

SABRINA HERNANDEZ

6250 NW 173 ST SUITE 303 MIAMI FL 33015

SIGNATURE

JS
SABRINA HERNANDEZ

TITLE

PRESIDENT

DATE 09-11-2000

HAVING BEEN NAMED AS REGISTERED AGENT AND TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY ACCEPT THE APPOINTMENT AS REGISTERED AGENT AND AGREE TO ACT IN THIS CAPACITY. I FURTHER AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATING TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES, AND I AM FAMILIAR WITH AND ACCEPT THE OBLIGATION OF MY POSITION AS REGISTERED AGENT.