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Florida Department of State
Division of Corporations
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(((H00000064834 5)))

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

From: Account Name : NATIONS BUSINESS CENTER, INC.
Account Number : I20000000238
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Fax Number : (305) 591-4258

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SECRETARY OF STATE
DIVISION OF CORPORATIONS
00 DEC 13 PM 2:54

FLORIDA PROFIT CORPORATION OR P.A.**HUDSON DE SOUZA, INC.**

Certificate of Status	1
Certified Copy	0
Page Count	01
Estimated Charge	\$78.75

FAX AUDIT#:(H00000064834 5))

ARTICLES OF INCORPORATION

TO: SECRETARY OF STATE, STATE OF FLORIDA, TALLAHASSEE,
FLORIDA

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:

HUDSON DE SOUZA, INC.

The principal place of business of this corporation shall be:

3900 NW 79th AVE

SUITE 326

Miami , FL 33166

ARTICLE II NATURE OF BUSINESS

This corporation may engage in any business permitted under the laws of
the United State, 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: 1000.

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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): Hudson De Souza whom resides at 743 SE 1 Way, Deerfield Beach, FL 33881.

ARTICLE VI INCORPORATOR(S)

The names(s) and street address(es) of the incorporator(s) to these articles of incorporation is (are): Raquel Cerro whom resides at 3900 NW 79th Avenue Suite 326, Miami FL 33166.

IN WITNESS WHEREOF, the undersigned incorporator(s) has (have) executed these Articles of Incorporation this 12 day of December, 2000.

Signature(s) of Incorporator(s)


Raquel Cerro/Incorporator/Registered Agent

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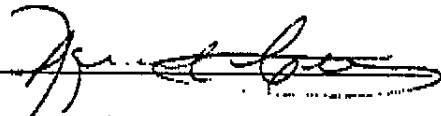
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CERTIFICATE OF DESIGNATION
REGISTERED AGENT/REGISTERED OFFICE

Pursuant to the provisions of Section 607.325, 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: Hudson de Souza, Inc.
2. The name and address of the registered agent and office is:

Raquel Cerro
3900 NW 79th Avenue
Suite 326
Miami, FL 33166

SIGNATURE: 

TITLE: Incorporator/Registered Agent

Date: 12/12/00

HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE
ABOVE STATED CORPORATION, AT THE PLACE DESIGNATED IN THIS
CERTIFICATE, I HEREBY AGREE TO ACT IN THIS CAPACITY, AND I
FURTHER AGREE TO COMPLY WITH THE PROVISIONS OF ALL
STATUTES RELATIVE TO THE PROPER AND COMPLETE
PERFORMANCE OF MY DUTIES, AND I ACCEPT THE DUTIES AND
OBLIGATIONS OF SECTION 607.325, FLORIDA STATUTES.

SIGNATURE: 

Date: 12/12/00

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