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

From:
Account Name : FAS-T CORP. AGENTS, INC.
Account Number : 071001002335
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FLORIDA PROFIT CORPORATION OR P.A.

KINVER CORP.

Certificate of Status	0
Certified Copy	1
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**ARTICLES OF INCORPORATION
OF**

KINVER CORP.

The undersigned Incorporator(s), for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopt(s) the following Articles of Incorporation:

ARTICLE I NAME

The name of the corporation shall be:

KINVER CORP.

The principal place of business and mailing address of this corporation shall be:

**1111 BRICKELL BAY DRIVE APT. 708
MIAMI, FL 33131**

ARTICLE II NATURE OF THE 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 stock and its par value that this corporation is authorized to have outstanding at any one time is:

1,000 shares of Common Stock, each have \$ 1.00 par value.

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 directors(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):

NAME	POSITION	ADDRESS
Guillano Invernizzi	President	1111 Brickell Bay Drive Apt. 708 Miami, Fl. 33131

Prepared by: Orlando de Armas, CPA, P.A.
10300 Sunset Dr., Ste. 270, Miami, Fl
305-441-8899

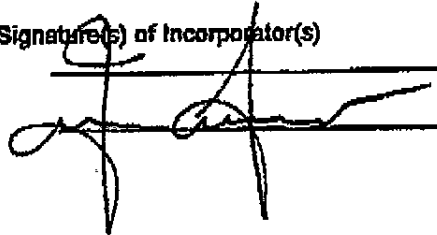
ARTICLE VI

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

NAME	POSITION	ADDRESS
Gulliano Invernizzi	President	1111 Brickell Bay Drive Apt. 708 Miami, Fl. 33131

In witness whereof, the undersigned incorporator(s) has (have) executed these Articles of Incorporation this 18 of January 2001.

Signature(s) of Incorporator(s)

A handwritten signature in black ink, appearing to be 'Gulliano Invernizzi', is written over two horizontal lines. The signature is stylized with a large initial 'G' and a long horizontal stroke.

**CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT/ REGISTERED OFFICE**

Pursuant to the provisions of Section 607.0501 or 617.0501, Florida Statutes, the Undersigned Corporation, organized under the laws of the State of Florida, submits the following statement in designating the registered agent/registered office, in the State of Florida.

1. The name of the corporation is KINVER CORP.
2. The name and the address of the registered agent and officer is:

Matteo Invernizzi
1111 Brickell Bay Drive Apt. 708
Miami, Fl. 33131

SIGNATURE

(Corporate Officer)

TITLE

President

DATE

1/23/01

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 ACCEPT THE DUTIES AND OBLIGATIONS OF MY POSITION AS REGISTERED AGENT.

SIGNATURE

(Registered Agent)

DATE

1/23/01

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