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TRANSMITTAL LETTER

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-02/20/01--01002--009
*****78.75 *****78.75

Department of State
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

SUBJECT: LEVEL 7, Inc.
(Proposed corporate name)

Enclosed is an original and one (1) copy of the articles of incorporation and a check for
\$ 18.75.

FROM:

VANESSA HOLKZ
Name (printed or typed)
6495 S.W. 25 ST.
Address
MIAMI, FL. 33155
City, State, & Zip
305-302-0558
Telephone Number

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

01 FEB 19 AM 11:34

FILED

Note: Please provide the original and one copy of the articles.

Feb 2/20
(4)

ARTICLES OF INCORPORATION
OF

LEVEL 7, Inc.

FILED
07 FEB 19 AM 11:34
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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: LEVEL 7, Inc.

ARTICLE II PRINCIPAL OFFICE

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

6495 S.W. 25 ST.
MIAMI, FL. 33155

ARTICLE III SHARES

The number of shares of stock that this corporation is authorized to have outstanding at any one time is:

100 SHARES (NO PAR VALUE)

ARTICLE IV INITIAL REGISTERED AGENT AND STREET ADDRESS

The name and address of the initial registered agent is:

VANESSA LOPEZ
6495 S.W. 25 ST
MIAMI, FL. 33155

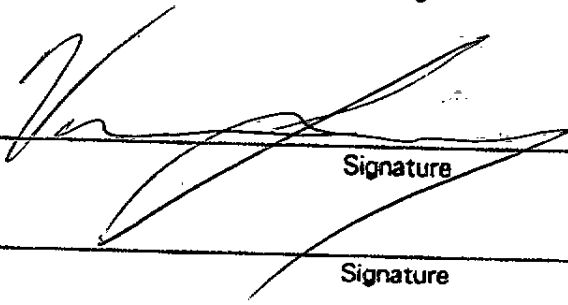
ARTICLE V INCORPORATOR(S)

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

VANESSA LOPEZ, PRESIDENT, SECTY-TREAS, DIRECTOR,
6495 S.W. 25 ST. W/PC16. INCORP
MIAMI, FL. 33155

The undersigned incorporator(s) has(have) executed these Articles of Incorporation this

9 day of FEBRUARY, 19 2001.

(X) 

Signature

Signature

Signature

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

Pursuant to the provisions of sections 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 office/registered agent, in the state of Florida.

1. The name of the corporation is: LEVEL 7, INC.

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

<u>VANESSA LOPEZ</u> (Name)	FILED 01 FEB 19 AM 11:35 SECRETARY OF STATE TALLAHASSEE, FLORIDA
<u>6495 S.W. 75 ST.</u> (P.O. Box NOT acceptable)	
<u>MIAMI, FL. 33155</u> (City/State/Zip)	

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 obligations of my position as registered agent.

SIGNATURE (X) [Signature]

DATE 02/09/01

REGISTERED AGENT FILING FEE: \$35.00

DIVISION OF CORPORATIONS, P.O. BOX 6327, TALLAHASSEE, FL 32314