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Florida Department of State  
Division of Corporations  
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Katherine Harris, Secretary 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  
Phone : (305)599-0839  
Fax Number : (305)716-0346

## FLORIDA PROFIT CORPORATION OR P.A.

## JSM INTERNATIONAL CORPORATION

|                       |         |
|-----------------------|---------|
| Certificate of Status | 0       |
| Certified Copy        | 1       |
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B. McKnight MAR 15 2001

FILED  
01 MAR 15 AM 10:05  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION  
OF  
JSM INTERNATIONAL CORPORATION

ARTICLE I

The name of this corporation is:  
JSM INTERNATIONAL CORPORATION Located at  
1655 N.E. 115 Street North Miami, Fl. 33181-3136  
Apt. #43B

ARTICLE II

This corporation is to have perpetual existence.

ARTICLE III

This corporation may engage in any activity or business permitted under the laws of the United States and of the State of Florida.

ARTICLE IV

This corporation is authorized to issue One Thousand (1,000) shares of One Dollar (\$1.00) par value, common stock.

ARTICLE V

The street address of the initial registered office of this corporation is 1655 NE 115 Street Apt 43B Miami, Fl and the name of the initial registered agent of this corporation at that address is

SANDRA L. MARTINEZ 1655 NE 115 Street #43B North Miami, Fl

33181-3136

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TALLAHASSEE, FLORIDA

ARTICLE VI (Continued)

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And the name of the initial registered agent of this corporation at that address is:

Sandra L Martinez 1655 NE 115 Street Apt 43B  
North Miami Fl . 33181-3136

ARTICLE VII - INITIAL BOARD OF DIRECTORS

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This corporation shall have ( 2) Directors initially, The number of Directors may be increased or diminished in such a manner as may be prescribed by the by-laws but shall never have less than one (1) director.

ARTICLE VIII - INITIAL DIRECTORS

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The name and street address of each member of the initial Board of Directors of this Corporation are:

| Name               | Address                                                   |
|--------------------|-----------------------------------------------------------|
| Sandra L. Martinez | 1655 NE 115 Street Apt 43B<br>North Miami, Fl. 33181-3136 |
| Emanoel Souza      | 1655 NE 115 Street Apt 43B<br>North Miami, Fl. 33181-3136 |

#### ARTICLE IX - INDEMNIFICATION

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This corporation shall indemnify and hold harmless each person who shall serve at any time hereafter as a director or officer of the corporation, and any person who serves at the request of this corporation, from and against any and all claims and liabilities to which such person shall become subject by reason of his having heretofore or hereafter being a director or officer of the corporation, or by reason of any action alleged to have been heretofore or hereafter taken or omitted by him as such Director or Officer, and shall reimburse each such person for legal and other expenses provided that no person shall be indemnified against, or reimbursed for any expenses incurred in connection with any claim or liability as to which it shall be adjudged that such officer or director is liable for negligence or willful misconduct in the performance of his duties.

The rights accruing to any person under the foregoing provisions shall not exclude any other right to which he may be lawfully entitled nor shall anything herein contained restrict the right of the corporation to indemnify or reimburse such person in any proper case even though not specially herein provided for.

#### ARTICLE X - REMOVAL OF DIRECTORS

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Any direction of the entire Board may be removed with or without cause, by a vote of the holders of a majority of the shares then entitled to vote at an election of directors, at a special meeting of shareholders, called expressly for that purpose.

#### ARTICLE XI - INCORPORATORS

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The name and address of each subscriber of these Articles of Incorporation are:

SANDRA L. MARTINEL      1655 ne 115 Strrt #43B  
North Miami, Fl. 33181-3136

Emanoel Souza      1655 NE 115 Street      #43B  
North Miami, Fl 33181-3136

#### ARTICLE XII - BY LAWS

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The power to adopt, alter, amend, or repeal By Laws shall be vested in the Board of Directors. By-laws adopted by the Board of Directors may be repealed or changed and new By-laws may be adopted by the shareholders, and the shareholders may prescribe in any By-law shall not be altered, amended or repealed by the Board of Directors.

#### ARTICLE XIII - POWERS

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This corporation shall have the power necessary or convenient to effect its purpose as enumerated in the Florida General Corporation Act.

All corporate powers shall be exercised by and under the authority of and the business and affairs of this corporation shall be managed under the direction of the Board of Directors.

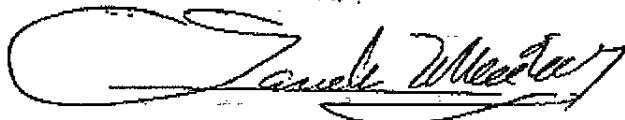


ARTICLE XIV - AMENDMENTS

These Articles of Incorporation may be amended in the same manner provided by law. Every amendment shall be approved by the Board of Directors, proposed by them to the stockholders and approved by majority vote of the stock entitled to vote thereon.

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation this 1 day of March - 2001

Sandra Martinol



STATE OF FLORIDA

COUNTY OF DADE SS

Before, a Notary Public authorized to take acknowledgments in the state and county set forth above, personally appeared SANDRA L. MARTINOL

known to me and known by me to be the persons who executed the foregoing article of incorporation, and they acknowledge before me that they have subscribed theses Articles of Incorporation.

In witness whereof, I have hereunto set my hand and affixed my official seal, in the state and county aforesaid, this 1 day of MARCH ~~1999~~ 2001



Gustavo L. Marinello  
My Commission CC625359  
Expires March 19, 2001

Gustavo L. Marinello  
My Commission CC625359  
Expires March 19, 2001



CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE SERVICE OF PROCESS WITHIN THIS STATE, NAMING AGENT UPON WHOM PROCESS MAY BE SERVED.

In pursuance of chapter 48.091, Florida Statutes, the following is submitted, in compliance with said act:

First --That JSM INTERNATIONAL CORPORATION  
desiring to organize under the laws of the State of Florida  
with its principal office, as indicated in the Articles of Incorporation at City of N. Miami County of Dade  
State of Florida has named Sandra L. Martinez  
located at 1655 NE 115 Street #43B North Miami, FL 33181 3136

CITY OF North Miami COUNTY OF DADE

State of Florida, as its agent to accept service of process within this state.

ACKNOWLEDGEMENT: (MUST BE SIGNED BY DESIGNATED RESIDENT AGENT)

Having been named to accept service for the above stated corporation, at place designated in this certificate, I hereby accept to act in this capacity, and agree to comply with the provision of said Act relative to keeping open said office.

By   
(resident Agent)

Sandra L. Martinez  
1655 NE 115 Street #43B  
North Miami, Florida 33181-3136

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