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ARTICLES OF INCORPORATION

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:

50 CENTS & UP INC



ARTICLE II - PRINCIPAL OFFICE

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

4226 S.W 134 P.L MIANI FLORIDA 33175

ARTICLE III -SHARES

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

100 Shaves at 5.00\$ each share

ARTICLES IV -INITIAL REGISTERED AGENT AND STREET ADDRESS

The name and address of the initial registered agent is:

KAMAL A. BAZZI 4226 S.W 134 P.L MIAMI FLORIDA 33175

ARTICLE V - INCORPORATOR

The name and street address of the incorporator to these Articles of Incorporation is:

KAMAL A. BAZZI 4226 S.W 134 P.L

Minmi + LORIDA 33175

The undersigned incorporator has executed these Articles of Incorporation this OL day of MAY 2001

Signature

ARTICLE VI- DIRECTOR(S)

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

KAMAL A. BAZZI

PRESIDENT

:4226 SW 134 P.L

MIAMI FLORIDA 33175

CERTIFICATE OF DESIGNATION OF REGISTERED AGENT / REGISTERED OFFICE

Having been named as Registered Agent and to accept service of process for the above stated corporation at 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 related to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as Registered Agent.

Registered Agent Signature