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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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FLORIDA PROFIT CORPORATION OR P.A.

WORLDWIDE CHARITY FOUNDATION GROUP, INC.

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FLORIDA DEPARTMENT OF STATE
Katherine Harris
Secretary of State

May 29, 2001

EXPRESS CORPORATE FILING

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We received your electronically transmitted document. However, the document has not been filed. Please make the following corrections and refax the complete document, including the electronic filing cover sheet.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

**ARTICLES OF INCORPORATION
of
WORLDWIDE CHARITY FOUNDATION GROUP, INC.**

The undersigned person(s), acting as incorporator(s) of a corporation organized under the laws of Florida, hereby adopt(s) the following Articles of Incorporation:

**ARTICLE I
CORPORATE NAME**

The name of this corporation is Worldwide Charity Foundation Group, Inc..

**ARTICLE II
SHARES**

The total number of shares which the corporation shall have authority to issue is 100 shares of no par value stock.

**ARTICLE III
REGISTERED OFFICE AND AGENT**

PRINCIPAL &
The street address of the corporation's initial registered office and the name of its initial registered agent at such address is:

Joseph Quintana
4440 W. Flagler Street #1
Dade County
Miami, FL 33134

**ARTICLE IV
PURPOSE**

The purpose of the corporation is to engage in any lawful activity permitted by the laws of this state.

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ARTICLE V DIRECTORS

The names and residence addresses of the persons constituting the initial board of directors are:

Joseph Quintana President/Owner
4440 W. Flagler Street #1
Miami, FL 33134

Michael A. Quintana Vice-President
4440 W. Flagler Street #1
Miami, FL 33134

Mariel L. Quintana Secretary
4440 W. Flagler Street #1
Miami, FL 33134

Wilbert Quintana Treasurer
4440 W. Flagler Street #1
Miami, FL 33134

After the initial board of directors, the board shall consist of such number of directors as shall be determined by the shareholders from time to time at each annual meeting at which directors are to be elected.

ARTICLE VI LIABILITY OF DIRECTORS

To the fullest extent permitted by law, no director of this corporation shall be personally liable to the corporation or its shareholders for monetary damages for breach of any duty owed to the corporation or its shareholders, except that a director may be held personally liable for (i) breaches of the duty of loyalty, (ii) acts or omissions not in good faith or which involve intentional misconduct or a knowing violation of law, (iii) declaration of unlawful dividends or unlawful stock repurchases or redemptions, or (iv) a transaction from which the director derives an improper personal benefit.

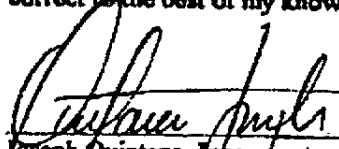
Any director or officer who is involved in litigation or other proceeding by reason of his or her position as a director or officer of this corporation shall be indemnified and held harmless by the corporation to the fullest extent permitted by law.

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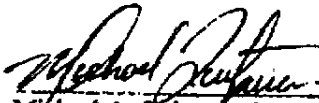
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Certification

I certify that I have read the above Articles of Incorporation and that they are true and correct to the best of my knowledge.



Joseph Quintana, Incorporator
4440 W. Flagler Street #1
Miami, FL 33134



Michael A. Quintana, Incorporator
4440 W. Flagler Street #1
Miami, FL 33134

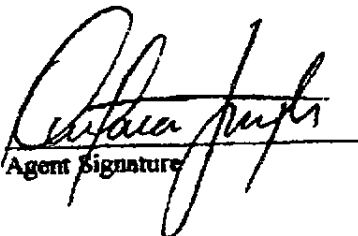


Mariel L. Quintana, Incorporator
4440 W. Flagler Street #1
Miami, FL 33134



Wilbert Quintana, Incorporator
4440 W. Flagler Street #1
Miami, FL 33134

I Joseph Quintana, take on the responsibilities of registered agent for: Worldwide Charity Foundation Group, Inc. Located at: 4440 W. Flagler Street #1 Miami, FL 33134.



Agent Signature

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