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SECRETARY OF STATE TALLAHASSEE, FLORIDA

May 29, 2001.

Secretary of State Division Of Corporations P.O. Box 6327 Tallahassee, Florida 32314

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Re: PASSION POSSION CORPORATION

Encloses please find the original and one copy of the articles of Incorporation, together with a Money Order in the amount of \$78.75.

This represents the cost of the filing fees, certificate copy of articles of Incorporation and fee for Register Agent Designation for the above named corporation.

Very Truly Yours,

Alina Perez

1252 N.W. 26th Street / Miami, Florida – 33142.

Pho: 305-338-6801.

ARTICLES OF INCORPORATION

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TALLAHAGSEE, FLORIDA

OF

PASSION POSSION CORPORATION

The undersigned subscribers to these Articles of incorporation, each a natural Person, domestic or foreign corporation, partnership or association, competent To contract, hereby associate themselves together to form a corporation under The Laws of the State of Florida.

ARTICLE I. - NAME

The name under which this corporation will conduct its business and be known and Recognized is: PASSION POSSION CORPORATION

ARTICLE II. - NATURE OF BUSINESS

This Corporation may engage in any all activities or business permitted under The laws of the State of Florida and the laws of the United States of America.

ARTICLE III. - CAPITAL STOCK

The maximum number and class of shares of stock that this Corporation is authorized to have outstanding any one time are 500 Shares of One Dollars (\$1.00) Par Value.

ARTICLE IV. - TERM OF EXISTENCE

This corporation is to exist perpetually unless a voluntary dissolution by the written Consent of all its shareholders or an act of the corporation to that effect take place.

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This corporation is to exist perpetually unless a voluntary dissolution by the written Consent of all its shareholders or an act of the corporation to that effect take place.

ARTICLE V. - ADDRESS

The initial place of business address of this corporation in the State of Florida is:

1252 N.W. 26th Street, Miami, Florida – 33142 Pho: 305-338-6801

ARTICLE VI. - INITIAL REGISTERED AGENT AND ADDRESS

The name and address of the initial registered agent is:

Barbara Lemus 1252 N.W. 26th Street Miami, Florida – 33142. Pho: 305-338-6801.

ARTICLE VII. - INCORPORATOR

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

PRESIDENT: Alina Perez

1252 N.W. 26th Street Miami, Florida – 33142. Pho: 305-338-6801.

V. PRESIDENT: Enrique Perez

1252 N.W. 26th Street Miami, Florida – 33142. Pho: 305-338-6801.

ARTICLE VIII. - AMENDMENT

These Articles of Incorporation may be amended in any or as many respects as may be desired, provided that the amended articles contain only such provisions As might be lawfully contained in the original articles at the time of the amendment.

The undersigned has executed these Articles of Incorporation this, 29th day of May, 2001.

Alina Perez

1252 N.W. 26th Street Miami, Florida - 33142.

Pho: 305-338-6801.

STATE OF FLORIDA SS: COUNTY OF DADE

I HEREBAY CERTIFY that on this day before me, a Notary Public duly Authorized in the State and County named above, to take acknowledgments, personally appeared ALINA PEREZ To me known to be the persons described as subcribers in and who executed the foregoing Articles of Incorporation, and acknowledged before me that they subscribe to these Articles of Incorporation.

IN WITNESS THEREOF I set my hand and official seal in the County and State named Above, this 29th day of May, 2001.



Seal

Notary Public

OI MAY 31 PM 3:24

SECRETARY OF STATE
TALLAHASSEE FLORIDA

CERTIFICATE OF DESIGNATION REGISTERED AGENT/REGISTERED OFFICE

Name of Corporation: PASSION POSSION CORPORATION

Pursuant to Florida Status Section 48.091 and 607.0501, the following is submitted:

The above corporation, organized under the laws of the State of Florida with its Registered office as indicated in the articles of incorporation at:

Barbara Lemus 1252 N.W. 26th Street Miami, Florida – 33142. Pho: 305-338-6801.

Has named Barbara Lemus, located at the aforesaid address, as its registered agent to Accept service of process within this State.

Having been named as registered agent and to accept service of process for the Above stated corporation at the place designated in the certificate, I hereby accept The appointment as registered agent and agree to act in this capacity I further Agree to comply the provisions of all status relating the proper and complete Performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.

Alina Perez

1252 N.W. 26th Street

Miami, Florida - 33142.

Pho: 305-338-6801.