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TRANSMITTAL LETTER

FILED
01 JUN -1 PM 12:10
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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

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-06/01/01--01071--008
*****70.00 *****70.00

SUBJECT: VIVA AMERICA EVENTS GROUP, INC.

I enclose an original and 1 copy of the Articles of Incorporation for the above corporation and a check in the amount of \$ 70.00.

SIGNED: David D. Roth

From:

DAVID D. ROTH

20515 E COUNTRY CLUB DRIVE

AVENTURA, FL 33180

(305) 932-0077

David Roth GAVE
AUTHORIZATION BY PHONE TO
CORRECT Suplex
DATE 6/8/01
DOC. EXAM Doris Brown

B. BROWN JUN - 8 2001

ARTICLES OF INCORPORATION

OF

VIVA AMERICA EVENTS GROUP, INC.

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ARTICLE I NAME

The name of the corporation shall be: VIVA AMERICA EVENTS GROUP, INC.

ARTICLE II PRINCIPAL OFFICE

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

1450 BRICKELL BAY DRIVE

SUITE 1711/311

MIAMI, FL 33131

ARTICLE III CAPITAL STOCK

The number of shares of stock that this corporation is authorized to have outstanding at any one time is: 10,000.

ARTICLE IV INITIAL REGISTERED AGENT AND ADDRESS

The name and address of the initial registered agent is:

DAVID D. ROTH

20515 E COUNTRY CLUB DRIVE

AVENTURA, FL 33180

ARTICLE V INCORPORATOR

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

DAVID D. ROTH

201515 E COUNTRY CLUB DRIVE

AVENTURA, FL 33180

The undersigned has executed these Articles of Incorporation this 23 day of MAY 2001.

David D. Roth

, Incorporator

CERTIFICATE OF DESIGNATION

REGISTERED AGENT/REGISTERED OFFICE

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TALLAHASSEE, FLORIDA

Pursuant to the provisions of Section 607.0501, 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:

VIVA AMERICA EVENTS GROUP, INC.

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

DAVID D. ROTH

20515 E COUNTRY CLUB DRIVE

AVENTURA, FL 33180

Signature: David D. Roth

Title: CPA

Date: 5/23/01

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: David D. Roth

Date: 5/23/01