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**FLORIDA PROFIT CORPORATION OR P.A.**

**EXIBEO PROMOTIONAL AND DISPLAY PRODUCTS, INC.**

Certificate of Status	0
Certified Copy	1
Page Count	05
Estimated Charge	\$78.75

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01 AUG - 2 AM 10:44CERTIFICATE OF INCORPORATIONOFEXIBEO PROMOTIONAL AND DISPLAY PRODUCTS, INC.

The undersigned subscribers to these articles of incorporation hereby associate themselves together to form a corporation under the laws of the State of Florida.

ARTICLE INAME

The name of this corporation is EXIBEO PROMOTIONAL AND DISPLAY PRODUCTS, INC.

ARTICLE IIGENERAL NATURE OF BUSINESS

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

ARTICLE IIICAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is 10,000 shares of common stock having a nominal or par value of One (\$1.00) Dollar per share. All said shares shall be payable in cash, property, labor or services at a valuation to be fixed by the Board of Directors at a meeting called for that purpose. Property, labor or services may be purchased or paid for with capital stock at a just valuation to be fixed by the Board of Directors.

ARTICLE IVINITIAL CAPTIAL

The amount of capital with which this corporation will begin business is not less than \$100.

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ARTICLE VTERM OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE VIADDRESS

The initial office address of the principal office of this corporation in the State of Florida is 8009 NW 36<sup>th</sup> Street, Suite 220, Miami, Florida 33166. The Board of Directors may from time to time move the principal office to another address in Florida.

ARTICLE VIIDIRECTORS

This corporation shall have not less than one director, however, the number of directors may be increased or diminished from time to time by By-laws adopted by the stockholders, but shall never be less than one.

ARTICLE VIIIINITIAL DIRECTORS

The names and post office addresses of the members of the first Board of Directors is:

<u>Office</u>	<u>Name</u>	<u>Address</u>
President	Ricardo Burgos	8009 NW 36 <sup>th</sup> Street, Suite 220
Treasurer		Miami, Florida 33166
Vice President/ Secretary	Alicia Sandoval	8009 NW 36 <sup>th</sup> Street, Suite 220
		Miami, Florida 33166

ARTICLE IXSUBSCRIBER

The names and post office addresses of the subscribers of these articles of incorporation, the number of shares of stock that they

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agree to take and the value of the consideration therefore is:

<u>Name</u>	<u>Address</u>	<u>Shares</u>	<u>Consideration</u>
Ricardo Burgos	8009 NW 36 Street Suite 220 Miami, Florida 33166	50	\$50.00
Alicia Sandoval	8009 NW 36 Street Suite 220 Miami, Florida 33166	50	\$50.00

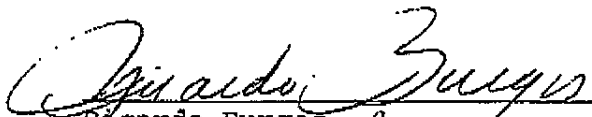
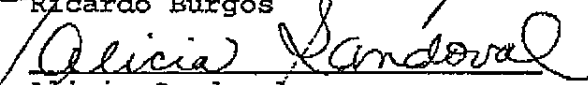
ARTICLE XAMENDMENT

These articles of incorporation may be amended in the manner provided by law. Every amendment shall be approved by the Board of Directors, proposed by them to the Stockholders, and approved at a stockholders' meeting by two thirds of the stock entitled to vote thereon, unless all the directors and all the stockholders sign a written statement manifesting their intention that a certain amendment of these articles of incorporation made.

ARTICLE XIREGISTERED OFFICE AND REGISTERED AGENT

That EXIBEO PROMOTIONAL AND DISPLAY PRODUCT, INC., desiring to organize under the laws of the State of Florida, with its principal office as indicated in the Articles of Incorporation at the City of Miami, County of Dade, State of Florida, hereby designates RICARDO BURGOS as its Registered Agent, to accept services within the State. The registered office of the corporation shall be 8009 NW 36<sup>th</sup> Street, Suite 220, Miami, Florida 33166.

WITNESS the hand and seal of the incorporators in Dade County, State of Florida, this 30<sup>th</sup> day of July, 2001.

  
Ricardo Burgos  
  
Alicia Sandoval

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CERTIFICATE OF DESIGNATION  
REGISTERED AGENT/REGISTERED OFFICE


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 EXIBEO PROMOTIONAL AND DISPLAY PRODUCTS, INC.
2. The name and address of the registered agent and office is:

RICARDO BURGOS  
8009 NW 36<sup>th</sup> Street, Suite 220  
Miami, Florida 33166

  
RICARDO BURGOS  
Date: 7/30/01

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.

  
RICARDO BURGOS  
Date: 7/30/01

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