

Chri. Tanguy
152 Alton Road

Miami Beach, FL 33139

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P010000 93002

FILED
SECRETARY OF STATE
TALLAHASSEE, FLORIDA
01 SEP 24 AM 10:20

Department of State
Divisions of Corporations
P.O. Box 6327

Tallahassee, FL 32314

Miami, 9/6/2001

REF. ATHENA CORPORATION INC.

300004579023--2

-09/10/01--01122--005

*****78.75 *****78.75

TO WHOM IT MAY CONCERN:

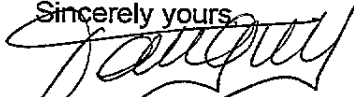
Enclosed please find an original and one copy of the articles of incorporation and a check in the amount of:

US-\$ 78.75

(Filing Fee, Registered Agent Designation & Certified copy of status)

If you have any further questions, please do not hesitate to contact me.

Sincerely yours,


Chris Tanguy

~~RECEIVED~~

SEP 24 2001

W 21134



FLORIDA DEPARTMENT OF STATE
Katherine Harris
Secretary of State

September 12, 2001

CHRIS TANGUY
1521 ALTON ROAD
MIAMI BEACH, FL 33139

SUBJECT: ATHENA CORPORATION INC
Ref. Number: W01000021134

We have received your document for ATHENA CORPORATION INC and your check(s) totaling \$78.75. However, the enclosed document has not been filed and is being returned for the following correction(s):

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an existing entity.

Please select a new name and make the correction in all appropriate places. One or more major words may be added to make the name distinguishable from the one presently on file.

Adding "of Florida" or "Florida" to the end of a name is not acceptable.

Please return the original and one copy of your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6904.

Freida Chesser
Corporate Specialist
New Filings Section

Letter Number: 501A00051126

ARTICLES OF INCORPORATION

OF

ATHENA CAPITAL CORP.

The undersigned incorporator hereby forms a corporation under Chapter 607 of the laws of the State of Florida.

ARTICLE I. NAME

The name of the corporation shall be:

ATHENA CAPITAL CORP.

The address of the principal office of this corporation shall be:

1521 Alton Road, Box # 312
Miami Beach, Florida 33139

ARTICLE II. NATURE OF BUSINESS

This corporation may engage or transact in any or all lawful activities or business permitted under the laws of the State of Florida or any other state, county, territory or nation.

ARTICLE III. CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any time is 1,000 (ONE THOUSAND) shares of common stock at \$ 1.00 (ONE DOLLAR) par value per share.

ARTICLE IV. REGISTERED AGENT

The Registered Agent will be:

Chris Tanguy
1521 Alton Road
Miami Beach, Florida 33139

ARTICLE V. TERM OF EXISTANCE

This corporation is to exist perpetually.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA
01 SEP 24 AM 10:21

ARTICLE VI. DIRECTORS

The name and address of the initial Director of this corporation who shall hold office for the first year until his successor is chosen, shall be:

Chris Tanguy P/S/D
1521 Alton Road
Miami Beach, Florida 33139

ARTICLE VII. OFFICERS

The names and the addresses of the initial officers of the corporation who shall hold office for the first year of the corporation, or until their successors are duly elected or appointed are:

Director/President/Secretary

Chris Tanguy P/S/D
1521 Alton Road
Miami Beach, Florida 33139

ARTICLE VIII. INCORPORATOR

The name and the address of the incorporator to these articles of incorporation is:

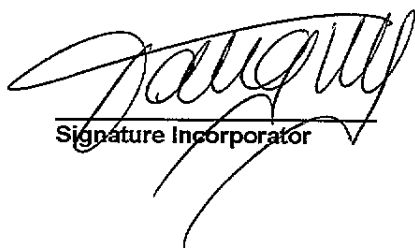
Chris Tanguy
1521 Alton Road
Miami Beach, Florida 33139

ARTICLE IX. PREEMPTIVE RIGHTS

The shares of this corporation shall be endowed with preemptive rights, entitling the shareholders thereof to purchase any additional new issues of stock in direct proportion to their ownership of existing stock.

ARTICLE X. INDEMNIFICATION OF OFFICERS AND DIRECTORS

The corporation does hereby indemnify each of the Officers and Directors for any of their conduct on behalf of or related to their duties as officers or directors of the corporation and holds them harmless for any acts on behalf of or in connection with their services for the corporation.


Signature Incorporator

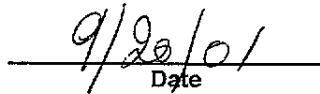
9/20/01
Date

ACCEPTANCE OF REGISTERED AGENT DESIGNATION IN
ARTICLES OF INCORPORATION

The undersigned, Chris Tanguy, a resident of Dade County, Florida, having been designated as Registered Agent in the above and foregoing Articles, is familiar with and accepts the obligations of the position of the Registered Agent under Chapter 607 of the Florida Statutes.

I further agree to comply with 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/Registered Agent


Date

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TALLAHASSEE, FLORIDA
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