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Florida Department of State
Division of Corporations
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To:
Division of Corporations
Fax Number : (850) 205-0381

From:
Account Name : EMPIRE CORPORATE KIT COMPANY
Account Number : 072450003255
Phone : (305) 634-3694
Fax Number : (305) 633-9696

FLORIDA PROFIT CORPORATION OR P.A.

FUN GROWING INSTITUTE, CORP.

Certificate of Status	0
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

B. McKnight OCT - 1 2001

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(10)

ARTICLES OF INCORPORATION**OF****Fun Growing Institute, Corp.****CORPORATE NAME AND PRINCIPAL PLACE OF BUSINESS**

**Fun Growing Institute, Corp.
1215 North Ocean Drive Suite 215
Hollywood, FL 33019**

ARTICLE II**CORPORATE EXISTENCE**

The existence of the corporation shall be perpetual. Corporate existence shall begin upon the filing of the Articles of Incorporation by the Florida Department of State.

ARTICLE III**NATURE OF CORPORATE BUSINESS**

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

ARTICLE IV**CAPITAL STOCK**

This Corporation is authorized to issue a maximum of five hundred (500) shares of stock. The shares authorized shall be common stock, having a par value of one dollar (\$1.00) per share. The consideration to be paid for each share of stock shall be fixed by the Board of Directors.

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ARTICLE V**INITIAL REGISTERED AGENT AND INITIAL REGISTERED OFFICE**

The Corporation's initial Registered Agent and Registered Office in the State of Florida shall be:

**Miguel Angel Tambucho
1215 North Ocean Drive Suite 215
Hollywood, FL 33019**

ARTICLE VI**INITIAL BOARD OF DIRECTORS**

This Corporation shall have one director initially. The number of directors may be either increased or decreased from time to time according to the by-laws, but shall never be less than one.

The name and address of the initial director of this Corporation is:

NAME**ADDRESS**

Miguel Angel Tambucho

**1215 North Ocean Drive Suite 215
Hollywood, FL 33019**

The members of this Board of Directors shall hold office until the first annual meeting of stockholders of the Corporation.

ARTICLE VII
INCORPORATORS

The name and post office of the Incorporator executing these Articles of Incorporation is as follows:

<u>INCORPORATOR</u>	<u>ADDRESS</u>
Miguel Angel Tambucho	1215 North Ocean Drive Suite 215 Hollywood, FL 33019

The undersigned, being the original subscriber to these Articles of Incorporation, for the purpose of forming a Corporation for profit and to do business both within and without the State of Florida, do hereby make, subscribe, acknowledge and file these Articles of Incorporation, hereby declaring and certifying that the facts herein stated are true and, accordingly, has hereunto set his hand and seal this

28 day of September, 2001.



Miguel Angel Tambucho

STATE OF FLORIDA)
) SS
COUNTY OF DADE)

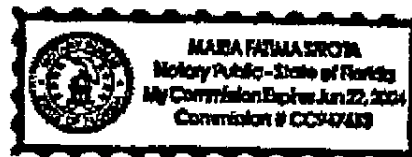
BEFORE ME, the undersigned authority, duly authorized in the State of Florida, County of DADE to take acknowledgments, personally appeared Miguel Angel Tambucho, the person described as Incorporator in the foregoing Articles of Incorporation, who is personally known to me or who presented the following identification:

DL# T512-541-64-379-0

WITNESS my hand and seal at Miami, DADE County, Florida
this 09 day of September, 2001.


Notary Public
State of Florida

My Commission expires:



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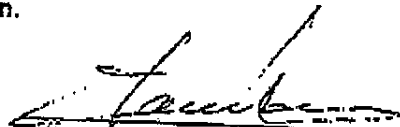
**CERTIFICATE DESIGNATING REGISTERED
AGENT FOR SERVICE OF PROCESS**

Pursuant to Chapter 48.091, Florida Statutes, the undersigned hereby designates
Miguel Angel Tambucho, as its Registered Agent to accept service of process within
this State.



Miguel Angel Tambucho

The undersigned hereby accepts the foregoing designation as Registered Agent
for service of process within the State of Florida, and agrees to comply with the
provisions of the law applicable to said designation.



Miguel Angel Tambucho

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