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Florida Department of State

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To:

Division of Corporations

Fax Number : (850)205-0381

From:

: FAS-T CORP. AGENTS, INC. Account Name

Account Number : 071001002335 Phone : (305)599-0839

Fax Number : (305)716-0346

FLORIDA PROFIT CORPORATION OR P.A.

FAMILY SHOPPING CORPORATION

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ARTICLES OF INCORPORATION

OF

Family Shopping Corporation

The undersigned incorporator(s), for the purpose of forming a corporation under the Florida General Corporation Act, hereby adopt(s) the following Articles of incorporation.

ARTICLE I NAME

The name of the corporation shall be: Family Shopping Corporation

The principal place of business of this corporation shall be:

1825 Ponce De Leon Boulevard #161, Coral Gables, Fl 33134

SECRETARY OF STATION SECRETARY OF CORPORATION OF CO

ARTICLE II OF NATURE OF BUSINESS

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

ARTICLE III CAPITAL STOCK

The aggregate number of shares of stock and its value that this corporation is authorized to have outstanding of any one time is:

100 Shares no par value

ARTICLE IV TERM OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE V OFFICERS - DIRECTORS

The name(s) and street address(es) of the initial officers(s) and director(s), if any, who shall hold office the first year of the corporation's existence or until their successor(s) is (are) elected, is (are):

Maria Salome Rey 1825 Ponce De Leon Blvd. #161 Coral Gables, F1 33134 305-476-8171

Manuel Ivo Rey Sinovas 1825 Ponce De Leon Bivd. #161 Coral Gables, Fl 33134 305-476-3171

ARTICLES VI INCORPORATOR(S)

The name(s) and street address(es) of the incorporator(s) to this articles of incorporation is(are):

Maria Salome Rey (President) 1825 Ponce De Leon Blvd. #161 Coral Gables, Fl 33134 305-476-8171 Manuel Ivo Rey Sinovas (V. President) 1825 Ponce De Leon Blvd. #161 Coral Gables, Fl 33134 305-476-8171

IN WITNESS WHEREOF, the undersigned incorporator(s) has(have) executed these Articles of Incorporation this: ___days of October 2001.

Signature(s) of Incorporators(s)

(P) × (V.P.)

CERTIFICATE OF DESIGNATION REGISTERED AGENT/REGISTERED OFFICE

Pursuant to the provisions of Section 607.325, 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

Family Shopping Corporation

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

Maria Salome Rev-1825 Ponce De Leon Bivd. #161 (P.O. BOX NOT ACCEPTABLE)

Cotal Gables, Fl 33134

(CITY/STATE/ZIP)

SIGNATURE:

___ _

TITLE: President

DATE: 10-25-01

HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION, AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY AGREE TO ACT IN THIS CAPACITY, AND I FURTHER AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATIVE TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES, AND I ACCEPT THE DUTIES AND OBLIGATIONS OF SECTION 607.325, FLORIDA STATUES.

SIGNATURE -

DATE: 10-25-01