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FLORIDA PROFIT CORPORATION OR P.A.

ABACUS INC

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FLORIDA DEPARTMENT OF STATE
Katherine Harris
Secretary of State

November 29, 2001

YOUR CAPITAL

SUBJECT: ABACUS INC
REF: W01000027172

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SECRETARY OF STATE
DIVISION OF CORPORATIONS**ARTICLES OF INCORPORATION**

In compliance with Chapter 607 and/or Chapter 621, F.S. (Profit)

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ARTICLE I NAME

The name of the corporation shall be:

ABACUS LIMITED, INC.

ARTICLE II PRINCIPAL OFFICE

The principal place of business/mailling address is:

5940 ALTON ROAD
MIAMI BEACH, FL 33140**ARTICLE III PURPOSE**

The purpose for which the corporation is organized is: SALES

ARTICLE IV SHARES

The number of shares of stock is:

500 SHARES

ARTICLE V INITIAL OFFICERS/DIRECTORS (optional)

The name(s), address(es) and title(s):

PIERRE SZYNKARSKI PRESIDENT, DIRECTOR
5940 ALTON ROAD
MIAMI BEACH, FL 33140**ARTICLE VI REGISTERED AGENT**

The name and Florida street address of the registered agent is:

PIERRE SZYNKARSKI
5940 ALTON ROAD
MIAMI BEACH, FL 33140**ARTICLE VII INCORPORATOR**

The name and address of the Incorporator is:

PIERRE SZYNKARSKI
5940 ALTON ROAD
MIAMI BEACH, FL 33140

Having been named as registered agent to accept service of process for the above stated corporation at this place designated in this certificate, I am familiar with and accept the appointment as registered agent and agree to act in this capacity

Signature/Registered Agent

Date

Signature/Incorporator

Date

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