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Florida Department of State  
Division of Corporations  
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From:  
Account Name : CORPORATE CREATIONS INTERNATIONAL INC.  
Account Number : 110432003053  
Phone : (305) 672-0686  
Fax Number : (305) 672-9110

FLORIDA PROFIT CORPORATION OR P.A.

Total Concepts Inc.

Certificate of Status	1
Certified Copy	0
Page Count	04
Estimated Charge	\$78.75

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FLORIDA DEPARTMENT OF STATE  
Katherine Harris  
Secretary of State

December 10, 2001

CORPORATE CREATIONS

SUBJECT: TOTAL CONCEPTS, INC.  
REF: WD1000028049

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Division of Corporations - P.O. BOX 6327 - Tallahassee, Florida 32314

## ARTICLES OF INCORPORATION

### Article I. Name

The name of this Florida corporation is:  
Total Concepts Holdings Inc.

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### Article II. Address

The Corporation's mailing address is:  
Total Concepts Holdings Inc.  
1300 Brickell Avenue  
Miami FL 33131

EFFECTIVE DATE  
12/7/01

### Article III. Registered Agent

The name and address of the Corporation's registered agent is:  
Juan Pablo Bayona  
1300 Brickell Avenue  
Miami FL 33131

### Article IV. Board of Directors

The name of each member of the Corporation's Board of Directors is:  
Juan Pablo Bayona

The affairs of the Corporation shall be managed by a Board of Directors consisting of no less than one director. The number of directors may be increased or decreased from time to time in accordance with the Bylaws of the Corporation. The election of directors shall be done in accordance with the Bylaws. The directors shall be protected from personal liability to the fullest extent permitted by applicable law.

Jose A. Rodriguez, Esquire 989444  
Jose A. Rodriguez, P.A.  
150 Alhambra Circle  
Suite 1270  
Coral Gables FL 33134  
305-445-6600

Article V. Capital Stock

The Corporation shall have the authority to issue 2,000 shares of common stock, par value \$.01 per share.

Article VI. Incorporator

The name and address of the incorporator is:

Jose A. Rodriguez, Esquire

Jose A. Rodriguez, P.A.

150 Alhambra Circle

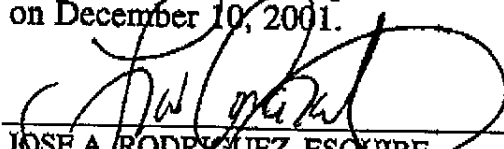
Suite 1270

Coral Gables FL 33134

Article VII. Corporate Existence

These Articles of Incorporation shall become effective and the corporate existence will begin on December 7, 2001.

The undersigned incorporator executed these Articles of Incorporation on December 10, 2001.

  
JOSE A. RODRIGUEZ, ESQUIRE  
by R.E. Cammarata as attorney-in-fact

Jose A. Rodriguez, Esquire 989444

Jose A. Rodriguez, P.A.

150 Alhambra Circle

Suite 1270

Coral Gables FL 33134

305-445-6600

**CERTIFICATE OF DESIGNATION  
REGISTERED AGENT/OFFICE**

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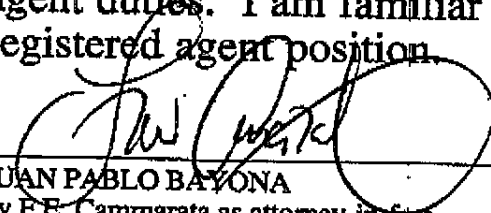
**CORPORATION:**

**Total Concepts Holdings Inc.**

**REGISTERED AGENT/OFFICE:**

**Juan Pablo Bayona  
1300 Brickell Avenue  
Miami FL 33131**

I agree to act as registered agent to accept service of process for the corporation named above at the place designated in this Certificate. I agree to comply with the provisions of all statutes relating to the proper and complete performance of the registered agent duties. I am familiar with and accept the obligations of the registered agent position.

  
\_\_\_\_\_  
**JUAN PABLO BAYONA**  
by F.E. Cammarata as attorney-in-fact

**Date: December 10, 2001**

**Jose A. Rodriguez, Esquire 989444  
Jose A. Rodriguez, P.A.  
150 Alhambra Circle  
Suite 1270  
Coral Gables FL 33134  
305-445-6600**