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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.

MARKETING & BUSINESS EXPERTS, INC.

Certificate of Status	0
Certified Copy	1
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G. BULLOCK DEC 28 2001

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ARTICLES OF INCORPORATION
OF
MARKETING & BUSINESS EXPERTS, INC.

The undersigned hereby agrees to organize a corporation in accordance with Chapter 607, Florida Statutes (the "Florida General Corporation Act") as follows:

ARTICLE I. NAME

The name of the corporation: MARKETING & BUSINESS EXPERTS, INC.

ARTICLE II. CORPORATE EXISTENCE

The existence of the Corporation shall be perpetual commencing upon filing of these Articles of Incorporation unless dissolved according to law.

ARTICLE III. NATURE OF BUSINESS

The general nature of the business is to engage in any activity, business or enterprise permitted under the laws of the United State of America and the State of Florida.

ARTICLE IV. CAPITOL STOCK

The aggregate number of shares which the Corporation shall have authority to issued and have outstanding at any one time is One Thousand (1,000) shares of common stock, One (\$ 1.00) Dollar par value.

No shareholder of this corporation shall enter into a voting trust agreement or any other type of agreement vesting another person with the authority to exercise the voting power of any or all of these stocks.

ARTICLE V. INITIAL OFFICE

The initial address of the principal office of the Corporation shall be 8363 LAKE DRIVE, "H" # 202, MIAMI SPRINGS, FL 33166

Isabel V. Ferreiro
6555 N.W. 36 Street, Suite 110
Miami, Florida 33166
(305) 870-9333

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ARTICLE VI. DIRECTORS

The number of directors constituting the initial board of directors shall be one (1). The number of directors may increased or decreased as provided by the Bylaws of the Corporation.

The name and address of the person who shall serve as the initial directors are:

President\Treasurer

Marcela L. Romero
8363 Lake Drive "H" #202
Miami Springs, FL 33166

ARTICLE VIII. INCORPORATOR

The name and address of the incorporator of these Articles of Incorporation is:

Marcela L. Romero
8363 Lake Drive "H" #202
Miami Springs, Florida 33166

ARTICLE VIII. REGISTER AGENT

The name and address of the initial Register Agent of the Corporation is:

Marcela L. Romero
8363 Lake Drive "H" #202
Miami Springs, Florida 33166

The Board of Directors may, from time to time, move the registered Office of the Corporation to any other address in the State of Florida.

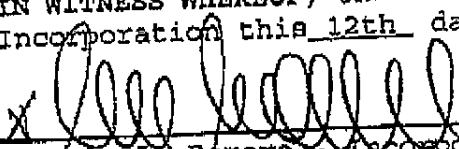
ARTICLE IX. PREEMPTIVE RIGHTS

Every shareholder shall have the right to purchase his pro rata share thereof (as nearly as may be done without issuance of fractional shares) of any or all the shares previously issued, and/or any new issue of stocks for cash of this corporation at the price which it is offered to others.

ARTICLE X. INDEMNIFICATION

The Corporation shall indemnify any officer or director, or any former officer or director pursuant to the provisions of Section 607.014 of the Florida Statutes, as amended.

IN WITNESS WHEREOF, the incorporator have signed these Articles of Incorporation this 12th day of December, 2001.



Marcela L. Romero - Incorporator

STATE OF FLORIDA)

) SS:

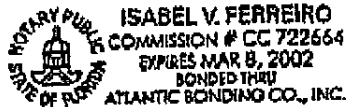
COUNTY OF MIAMI-DADE)

The foregoing instrument was acknowledged before me this 12th day of December, 2001, by Marcela L. Romero, Incorporator of MARKETING & BUSINESS EXPERTS, INC. a Florida Corporation on behalf of the corporation. She has identified herself to me with a valid Florida Drivers License, number ~~Argente~~ passport # 18245416 and did take an oath.

WITNESS MY HAND and official seal, this 12th day of December, 2001.



Notary Public, State of Florida



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CERTIFICATE DESIGNATING THE PLACE OF BUSINESS OR DOMICILE FOR THE SERVICE OF PROCESS WITHIN THE STATE OF FLORIDA, NAMING THE RESIDENT AGENT UPON WHICH PROCESS MAY BE SERVED.

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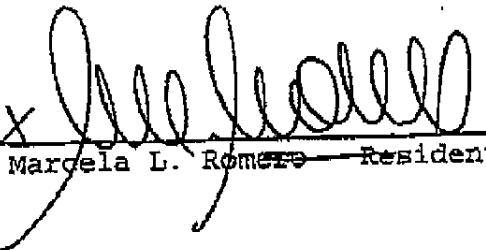
In pursuant of Chapter 48.091, Florida Statutes, the following is submitted, in compliance with said act.

First: **MARKETING & BUSINESS EXPERTS, INC** desiring to organize under the laws of the State of Florida with its principal office, as designated in the Articles of Incorporation at Miami-Dade County, Florida, has name Marcela L. Romero, 8363 Lake Drive, "H" #202 Miami Springs, Florida 33166 as its resident agent to accept service of process within this State.

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ACKNOWLEDGMENT:

Having been named to accept service of process for the above corporation, at the place designated in this Certificate, I hereby accept to act in this capacity and agree to comply with the provision of said Act relative to keeping open said office.

x 
 Marcela L. Romero Resident Agent

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