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June 4, 2002

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

000005693110--8
-06/05/02-01070-004
*****78.75 *****78.75

ATTENTION: New Corporate Filings

RE: MARKETWAYS CONSULTING INC.

~~000005693110--8~~
~~-06/05/02-01070-004~~
~~*****78.75 *****78.75~~

Dear Sir/Madam:

Enclosed please find an original and one copy of the above referenced corporation's Articles of Incorporation. Please file same and return copy thereof stamped as "filed". Enclosed is a return pre-paid overnight express mail envelope to expedite the return of the documents.

A money order in the amount of \$78.75 to cover your current filing fees is enclosed herewith.

Thanking you for your time and assistance, we are,

Very truly yours,


Bradley June, Esq.

SECRET
TALLAHASSEE, FLORIDA

02 JUN -6 AM 9:21

FILED

See
w/ke

ARTICLES OF INCORPORATION
OF
MARKETWAYS CONSULTING INC.

FILED

02 JUN -6 AM 9:21

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE I. CORPORATE NAME

The name of this corporation is: MARKETWAYS CONSULTING INC.

ARTICLE II. NATURE OF BUSINESS AND POWERS.

The general nature of the business to be transacted by this Corporation is to engage in any and all business permitted under the laws of the State of Florida.

ARTICLE III. CAPITAL STOCK.

The maximum number of shares of stock that this Corporation is authorized to issue and have outstanding at any one time is one thousand (1,000) shares of common stock with one dollar par value.

ARTICLE IV. TERM OF EXISTENCE.

This Corporation shall have perpetual existence commencing upon filing of these articles.

ARTICLE V. REGISTERED AGENT AND INITIAL PRINCIPAL OFFICE.

The registered agent and the street address of the initial principal office of this Corporation in the State of Florida shall be:

PRINCIPAL OFFICE

20533 Biscayne Blvd. # 1306
Aventura, Florida 33180

REGISTERED AGENT

Bradley June
1000 Brickell Avenue #1040
Miami, Florida 33131

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

ARTICLE VI. BOARD OF DIRECTORS.

This Corporation shall have 1 (ONE) director initially. The number of directors may be increased or diminished from time to time by Bylaws adopted by the stockholders, but shall never be less than one.

ARTICLE VII. INITIAL DIRECTORS.

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

Cecil Arnette
20533 Biscayne Blvd. #1306
Aventura, Florida 33180

The persons named as initial directors shall hold office for the first year of existence of this Corporation or until the successors are elected or appointed and have qualified, whichever occurs first.

ARTICLE VIII. INCORPORATORS.

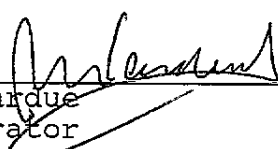
The name and street address of the person signing these Articles of Incorporation as Incorporators is:

Maria Pardue
20533 Biscayne Blvd. #1306
Aventura, Florida 33180

ARTICLE IX. AMENDMENT.

These Articles of Incorporation may be amended in the manner provided by law. Every amendment shall be approved by the Board of Directors, proposed by them to the stockholders and approved at a stockholder's meeting by at least a majority of the stock entitled to vote; unless all of the directors and all of the stockholders sign a written statement manifesting their intention that a certain amendment of these Articles of Incorporation be made.


IN WITNESS WHEREOF, the undersigned, as Incorporators, have executed the foregoing Articles of Incorporation on the 4 day of June, 2002.



Maria Pardue
Incorporator

RESIDENT AGENT

HAVING BEEN NAMED to accept service of process for **MARKETWAYS CONSULTING INC.** at 1000 Brickell Avenue, #1040, Miami, Florida 33131 I hereby accept to act in this capacity, and agree to comply with the provisions of the Florida Statutes relative to keeping open said office.


Bradley June

FILED
02 JUN -6 AM 9:21
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

mkw.inc