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SECRETARY OF STATE
TALLAHASSEE FLORIDA

FLORIDA PROFIT CORPORATION OR P.A.
BELLAGIO EXCHANGE INTERNATIONAL, INC.

Certificate of Status	0
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ARTICLES OF INCORPORATION

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OF

SECRETARY OF STATE
TALLAHASSEE FLORIDA

BELLAGIO EXCHANGE INTERNATIONAL, INC.

I, the undersigned, being of legal age and natural person, do hereby subscribe to, acknowledge and file the following Articles of Incorporation for the purpose of creating a corporation under the laws of the state of Florida.

ARTICLE I
NAME

The name of this corporation is BELLAGIO EXCHANGE INTERNATIONAL, INC.

ARTICLE II
PURPOSE

This corporation is organized for the purpose of transacting any or all lawful business.

ARTICLE III
STOCK

This corporation shall be authorized to issue 1,000 shares of capital stock, at a par value of \$1.00 per share. All of said stock shall be payable in cash; property, real or personal; or labor or services in lieu of cash, at a just valuation, to be fixed by the Board of Directors of this corporation. The payment thereof does not have to be at the time of issuance, provided that said shares are subject to calls thereon until the whole consideration therefore shall have been paid.

ARTICLE IV
CORPORATE EXISTENCE

This corporation shall have perpetual existence, unless sooner dissolved according to law.

ARTICLE V
CORPORATE ADDRESS

The street address of the initial principal office of this corporation is :
770 CLAUGHTON ISLD DR. MIAMI, FL. 33131 with the privilege of having its offices and branch offices at other places within or without the State of Florida.

ARTICLE VI
INCORPORATOR

The name and mailing address of the incorporator is as follows:

<u>NAME</u>	<u>ADDRESS</u>
JOSEPH SHOMAR	5190 N.W 167 th STREET SUITE # 113 MIAMI, FL. 33014

ARTICLE VII
INITIAL BOARD OF DIRECTORS

This corporation shall have one director initially. The number of directors may be either increased or diminished from time to time by the by-laws, but shall never be less than one. The name and address of the initial director of this corporation is:

President: KITTY LEMOINE 770 CLAUGHTON ISLD. DR. MIAMI, FL. 33131
Secretary: SAME
Treasurer: SAME

ARTICLE VIII
REGISTERED AGENT

The initial registered agent of this corporation shall be JOSEPH SHOMAR and the street address of the initial registered agent of this corporation is 5190 N.W 167th ST. SUITE # 113 MIAMI, FL. 33014

ARTICLE IX
ACCOUNTING YEAR

This corporation shall have a calendar year starting January 1st and ending December 31.

ARTICLE X
AMENDMENTS

This corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment hereto, and any right conferred upon the shareholders is subject to this reservation.

IN WITNESS WHEREOF, the undersigned have made and subscribed to these Articles of Incorporation this 2ND Day of July 2002.


JOSEPH SHOMAR

In pursuance of Chapter 48.091, Florida Statutes, the following is submitted, in compliance with said Act:

First—that BELLAGIO EXCHANGE INTERNATIONAL, INC. desiring to organize under the laws of the State of Florida with its principal office, as indicated in the Articles of Incorporation at Miami, County of Miami-Dade, State of Florida has named Joseph Shomar located at 5190 NW 167TH ST, SUITE # 113 Miami, FL 33014; Telephone:(305) 474-0086; city of Miami, County of Miami-Dade, State of Florida, as its agent to accept service of process within this state.

ACKNOWLEDGEMENT:

Having been named to accept service of process for the above started corporation at 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.

BY: 
(Resident Agent)

Prepared By: Joseph Shomar & Associates, Inc.
5190 N.W 167TH ST SUITE # 113 MIAMI, FL. 33014
Phone: (305)474-0086 Fax: (305)474-0087

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