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| NEW FILINGS | ÀMENDALE | vis egg en en e | RECEIVED 02 NUG-9 NH 10: 5 DIVISION OF CORPORATIO |
| NonProfit | Amendment Resignation of R.A., Officer/Director | | |
| Limited Liability | Resignation of R.A., Officer/Director Change of Registered Agent | | |
| Domestication | Dissolution/Withdrawal | | |
| Other | Merger | | |
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| Annual Report | REGISTRATION QUALIFICATION | | |
| Fictitious Name | Foreign | | |
| Name Reservation | Limited Partnership | · | |
| 1.0000000000000000000000000000000000000 | Reinstatement | | |

Examiner's Initials

ARTICLES OF INCORPORATION OF SDH INTERNATIONAL INC.

We, the undersigned, in order to form a corporation under and pursuant to the provisions of the Law of Florida for the purpose set forth below, hereby subscribe to these Articles of Incorporation.

<u>ARTICLE I - NAME</u>

The name of the corporation SDH INTERNATIONAL INC., 290 Bal Bay Dr., Suite 203, Bal Harbor, FL 33154.

ARTICLE II - DURATION

This corporation shall have perpetual existence.

ARTICLE III - PURPOSE

The corporation may engage in any activity or business permitted under the laws of the United States and the State of Florida.

ARTICLE IV - CAPITAL STOCK

This corporation is authorized to issue 100 Shares of \$1.00 par value common stock as follows:

JUAN CARLOS VALERIANO to receive 100 shares.

ARTICLE V - INITIAL REGISTERED OFFICE AND AGENT

The name and street address of the initial registered agent of this corporation is as follows:

MARCEL VALERIANO 290 Bal Bay Dr., Suite 203 Bal Harbor, FL 33154

ARTICLE VI - INITIAL BOARD OF DIRECTORS

This corporation shall have One (1) directors initially. The number of Directors may be increased or diminished from time to time by the By-Laws but shall never be less than (1). The name and address of the initial Directors of this corporation is as follows:

PRESIDENT JUAN CARLOS VALERIANO 290 Bal Bay Dr., Suite 203, Bal Harbor, FL 33154

ARTICLE VII - BY-LAWS

The By-Laws of this corporation may be adopted, altered, amended or repealed by either the Stockholders or the Board of Directors.

ARTICLE VIII - INDEMNIFICATION

The Corporation shall indemnify any Officer or Director to the full extent permitted by law.

ARTICLE IX - PREEMPTIVE RIGHTS

Every Stockholder, upon the sale for cash of any new stock of this corporation of the same kind, class or series as that which he already holds, shall have the right to purchase his pro-rata share thereof (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

ARTICLE X - INCORPORATOR

The name and the address of the person signing these Articles is as follows:

JUAN CARLOS VALERIANO 290 Bal Bay Dr., Suite 203, Bal Harbor, FL 33154

<u> ARTICLE XI - AMENDMENT</u>

This corporation reserves the right to amend or repeal any provision contained in these Articles of Incorporation in accordance with the provisions of the Florida General Corporation Act.

IN WITNESS WHEREOF, the undersigned has executed these Articles of Incorporation, this _____ day of August, 2002.

JUAN CARLOS VALERIANO - President

ACCEPTANCE BY REGISTERED AGENT

HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION, AT THE PLACE DESIGNATED IN ARTICLE V OF THESE ARTICLES OF INCORPORATION, THE UNDERSIGNED CORPORATION HEREBY AGREES TO ACT IN THIS CAPACITY, AND FURTHER AGREES TO COMPLY WITH

THE PROVISIONS OF ALL STATUTES RELATIVE TO THE PROPER AND COMPLETE DISCHARGE OF ITS DUTIES. DATED THIS 500 day of August, 2002.

Marcel Valeriano

STATE OF FLORIDA

)SS

COUNTY OF DADE)

BEFORE ME, a notary public authorized in the State and County set forth above, personally appeared JUAN CARLOS VALERIANO and MARCEL VALERIANO personally known to me or who have produced for Passport - Jvan Carlos Fla. Drivers licensee and who as Incorporator and Registered Agent executed the foregoing Articles of Incorporation of SDH INTERNATIONAL INC., and they acknowledged before me that they executed those Articles of Incorporation.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal, in the State and County aforesaid, this $8^{1/2}$ day of August, 2002.

NOTARY PUBLIC

[Notary Seal]



SECRETARY OF STATE
DIVISION OF CORPORATIONS

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