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August 21, 2002

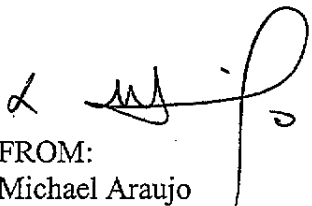
Department of State
Division of Corporations
P. O. Box 6327
Tallahassee, FL 32314

SUBJECT: Aricadia Shepherds F.C., Inc.

Enclosed are an original and one copy of the Articles of Incorporation and a Designation and Acceptance of Registered Agent for a Florida Corporation.

\$70.00
Filing Fee

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FROM:
Michael Araujo
7810 Largo Del Mar Dr. Apt 109
Boca Raton, FL 33433
(561) 706-2898

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SECRETARY OF STATE
TALLAHASSEE FLORIDA

**ARTICLES OF INCORPORATION
OF
ARICADIA SHEPHERDS F.C., INC.**

ARTICLE I. CORPORATE NAME

The name of this corporation is Aricadia Shepherds F.C., Inc.

ARTICLE II. PRINCIPAL OFFICE

The principal place of business and mailing address of this corporation is 7810 Largo Del Mar Dr Apt 109 Boca Raton, Fl. 33433.

ARTICLE III. CAPITAL STOCK

The maximum number of shares this corporation is authorized to issue is 1,000, all of which shall be common shares. All common shares shall be identical with each other in every respect and the holders thereof shall be entitled to one vote for each share on all matters on which shareholders have the right to vote.

ARTICLE IV. INITIAL REGISTERED AGENT AND OFFICE

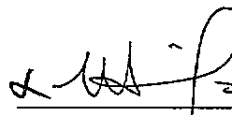
The name and address of the initial registered agent are Michael Araujo, 7810 Largo Del Mar Dr. Apt 109, Boca Raton, Fl. 33433

ARTICLE V. INCORPORATORS

The name and street address of the incorporator of these articles of incorporation is:

Name	Address
Michael Araujo	7810 Largo Del Mar Dr. Apt 109 Boca Raton, Fl. 33433

The undersigned has executed these articles of incorporation on Aug 21, 2002.



Incorporator

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**CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT/REGISTERED OFFICE**

PURSUANT TO THE PROVISIONS OF F.S. 607.0501, THE UNDERSIGNED CORPORATION, ORGANIZED UNDER THE LAWS OF THE STATE OF FLORIDA, SUBMITS THE FOLLOWING STATEMENT IN DESIGNATING THE REGISTERED OFFICE/REGISTERED AGENT IN THE STATE OF FLORIDA.

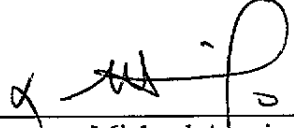
1. The name of the corporation is: Aricadia Shepherds F.C., Inc.
2. The name and address of the registered agent and office is:

Michael Araujo
7810 Largo Del Mar Dr. Apt 109
Boca Raton, Fl. 33433,

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Having been named as registered agent and to accept service of process for the above-stated corporation at the place designated in this certificate, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.

August 21, 2002



Michael Araujo