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TRANSMITTAL LETTER

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

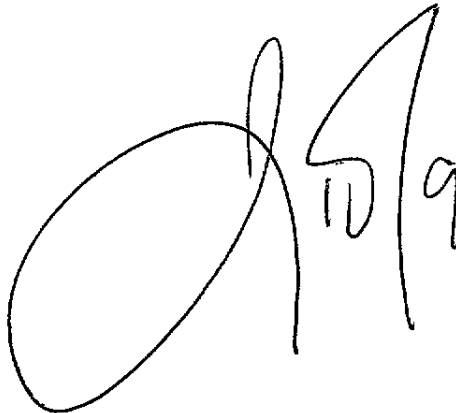
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****122.50 ****78.75

SUBJECT: Bal-Jeon International, Incorporated.

Enclosed please find an original and one (1) copy of the articles of incorporation for the above corporation. Our check is enclosed in the amount of \$122.50

FROM: Carl Massi
9676 Via Emilie, Boca Raton, Florida 33428.

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02 OCT -8 PM 3:13
SECRETARY OF STATE
TALLAHASSEE FLORIDA



**ARTICLES OF INCORPORATION
OF
*Bal-Jeon International, Incorporated***

The undersigned incorporator, for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopt the following Articles of Incorporation.

ARTICLE I - NAME

The name of the corporation shall be *Bal-Jeon International, Incorporated*.

ARTICLE II - PRINCIPAL OFFICE

The principal place of business and mailing address of this corporation shall be: 9676 Via Emilie, Boca Raton, Florida 33428.

ARTICLE III - CAPITAL STOCK

The number of shares of stock that his corporation is authorized to have outstanding at any time is one hundred (100) shares. Such shares shall be of a single class of common stock and have no par value.

ARTICLE IV - INITIAL REGISTERED AGENT & ADDRESS

The name and address of the initial registered agent is Carl Massi, 9676 Via Emilie, Boca Raton, Florida 33428.

ARTICLE V - INCORPORATOR

The name and street address of the incorporator to these Articles of Incorporation is Carl Massi, 9676 Via Emilie, Boca Raton, Florida 33428.

ARTICLE VI - EXISTENCE

The corporation shall have perpetual existence.

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ARTICLE VII - NATURE OF BUSINESS

This corporation may engage or transact in any or all lawful activities or business permitted under the laws of the United States, The State of Florida or any other state, country, territory or nation.

ARTICLE VIII - DIRECTORS

All corporate powers shall be exercised by or under the authority of, and the business and affairs of the corporation managed under the direction of its Board of Directors, subject to any limitation set forth in these Articles of Incorporation. This corporation shall have one Director, initially, the name and street addresses of the initial member of the Board of Directors is:

Carl Massi, 9676 Via Emilie, Boca Raton, Florida 33428.

The undersigned have executed these Articles of Incorporation this 1st day of October, 2002.

 Carl Massi V. Pres
Signature/title

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

1. The name of the Corporation is *Bal-Jeon International, Incorporated.*
2. The name and address of the registered agent and office is:

Carl Massi, 9676 Via Emilie, Boca Raton, Florida 33428.

Signature *Carl Massi*
Title *Vice President*
Date *10-1-02*

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.

Signature *Carl Massi*
Title *Vice President*

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FLORIDA