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**Florida Department of State
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Division of Corporations
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From:

Account Name : EMPIRE CORPORATE KIT COMPANY
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FLORIDA PROFIT CORPORATION OR P.A.

felfort international usa, inc.

Certificate of Status	0
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ARTICLES OF INCORPORATION (PROFIT)
OF —
FELFORT INTERNATIONAL USA, INC.

Jose M. Soto, the undersigned, being of the age of eighteen (18) years or more, does hereby make and acknowledge these Articles of Incorporation under and by virtue of the laws of the State of Florida.

1. The name of the Corporation shall be: Felfort International USA, Inc.
2. The number of shares the corporation is authorized to issue shall be 1000 shares all of one class designated as common stock, at \$ 1.00 per value.
3. The street address and county of the initial principal office of the corporation is 6431 SW 116th Ct., Suite B, Miami, Fl. 33173 Miami-Dade County and the name of the initial registered agent at this address is Jose M. Soto, residing at 6431 SW 116th Ct. Miami, Fl. 33173
4. The number of directors constituting the initial board of directors shall be one director and the name and address of the person who is to serve as director until the first meeting of shareholders or until their successors are elected and qualified is:
 - 1) Jorge Fort, President, VP, Treasurer, Secretary, address: 6431 SW 116th Ct. Suite B Miami, Fl. 33173.
5. To the fullest extent permitted by the State of Florida Business Corporation Act as it exists or may hereafter be amended, no person who is serving or who has served as a director of the corporation shall be personally liable to the corporation or any of its shareholders for monetary damages for breach of duty as a director. No amendment or repeal of this Article nor the adoption of any provision of these Articles of Incorporation inconsistent with this Article shall eliminate or reduce the protection granted herein with respect to any matter that occurred prior to such amendment, repeal, or adoption.
- 6) The corporation elects to have preemptive rights.

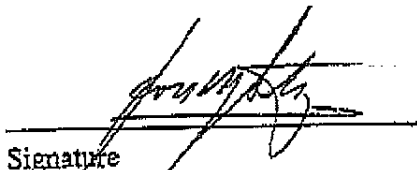
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(continued from page 1 Felfort International USA, Inc.

7. All shareholders of the corporation are entitled to accumulate their votes for directors. No amendment shall be made to this Article when the number of shares voting against the proposal to amend would be sufficient to elect a director by cumulative voting and such shares are entitled to be voted cumulatively for the election of directors.

8. The name and address of the register agent/ incorporator is: Jose M. Soto, address is: 6431 SW 116th Ct., Suite B Miami, Fl. 33173, Miami-Dade County.


Signature

Jose M. Soto

October 11th, , 2002

Date

I agree as Register Agent to accept service of process; to keep the office open during prescribed hours; to post my name and any other officers of said corporation authorized to accept service of process at the above designated address in some conspicuous place in the office as required by law.

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