

PO2000121769

Oliver H. Martinez
Accountant

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Miami, Florida 33125

(City/State/Zip/Phone #)

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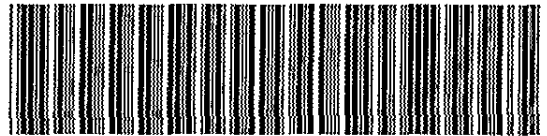
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ARTICLES OF INCORPORATION
OF
PAINTBALL HEAVEN SUPPLY, INC.

ARTICLE I

NAME

THE NAME OF THE CORPORATION IS: PAINTBALL HEAVEN SUPPLY, INC.

ARTICLE II

DURATION

THIS CORPORATION SHALL COMMENCE ITS EXISTENCE UPON THE FILING OF THESE ARTICLE OF INCORPORATION AND SHALL CONTINUE PERPETUALLY THEREAFTER.

ARTICLE III

PURPOSE

THIS CORPORATION IS ORGANIZED FOR THE PURPOSE OF TRANSACTING ANY AND ALL LAWFUL BUSINESS UNDER THE LAWS OF THE STATE OF FLORIDA.

ARTICLE IV

PLACE OF BUSINESS

THE PRINCIPAL PLACE OF BUSINESS OF THIS CORPORATION SHALL BE: 120 N.W. 68 AVE. MIAMI, FLA. 33126.

ARTICLE V

THE PRINCIPAL OFFICE AND MAILING ADDRESS OF THIS CORPORATION IS: 120 N.W. 68 AVE. MIAMI, FLA. 33126.

ARTICLE VI

CAPITAL STOCK

THIS CORPORATION IS AUTHORIZED TO ISSUE ONE HUNDRED (100) SHARES OF COMMON STOCK, NO PAR VALUE, WHICH SHALL BE DESIGNATED "COMMON SHARES".

ARTICLE VII

INITIAL REGISTERED OFFICE AND AGENT

THE STREET ADDRESS OF THE INITIAL REGISTERED OFFICE OF THIS CORPORATION IS: 120 N.W. 68 AVE. MIAMI, FLA. 33126, AND THE NAME OF THE INITIAL REGISTERED AGENT OF THIS CORPORATION AT THAT ADDRESS IS: ROSAURA DEL CARMEN VAZQUEZ.

ARTICLE VIII

INITIAL BOARD OF DIRECTORS

THIS CORPORATION SHALL HAVE (2) DIRECTORS INITIALLY, THE NUMBER OF DIRECTORS MAY BE EITHER INCREASED OR DECREASED FROM TIME TO TIME BY AN AMENDMENT OF THE BY-LAWS OF THE CORPORATION IN A MANNER PROVIDED BY LAW BUT SHALL NEVER BE LESS THAN (1).

THE NAME AND ADDRESS OF THE INITIAL BOARD OF DIRECTORS OF THIS CORPORATION ARE:

ROSAURA DEL CARMEN VAZQUEZ
120 N.W. 68 AVE.
MIAMI, FLA. 33126

DIRECTOR/PRESIDENT

FAUSTIBO RUDY VAZQUEZ
120 N.W. 68 AVE.
MIAMI, FLA. 33126

SECRETARY/TREASURER

ARTICLE IX

INCORPORATION

THE NAME AND ADDRESS OF THE PERSON SIGNING THESE ARTICLES IS: ROSAURA DEL CARMEN VAZQUEZ, 120 N.W. 68 AVE., MIAMI, FLA. 33126.

ARTICLE X

POWERS

THIS CORPORATION SHALL HAVE ALL THE CORPORATE POWERS
ENUMARATED IN THE FLORIDA BUSSINESS CORPORATION ACT.

ARTICLE XI

AMENDMENT

THIS CORPORATION RESERVES THE RIGHT TO AMEND OR REPEAL ANY
PROVISION CONTAINED IN THESE ARTICLES OF INCORPORATION, OR ANY
AMENDMENT TO THEM, AND ANY RIGHTS CONFERRED UPON THE SHARE
HOLDERS ARE SUBJECT TO THIS RESERVATION.

IN WITNESS WHEREOF, THE UNDERSIGNED INCORPORATOR HAS
EXECUTED THESE ARTICLES OF INCORPORATION THIS 4 DAY OF
NOVEMBER 2002.

I HEREBY AM FAMILIAR WITH AND ACCEPT THE DUTIES AND
RESPONSIBILITIES AS REGISTERED AGENT.

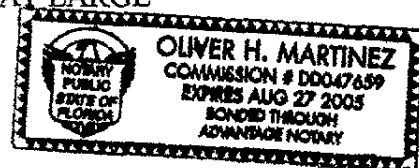


ROSAURA DEL CARMEN VAZQUEZ

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AT LARGE



CERTIFICATE DESIGNATING REGISTERED
OFFICE FOR SERVICE OF PROCESS
WITHIN THE STATE OF FLORIDA, NAMING REGISTERED AGENT
UPON WHOM PROCESS MAY BE SERVED

IN COMPLIANCE WITH SECTIONS 607.0501 AND 48.091, FLORIDA
STATUTES, THE FOLLOWING IS SUBMITTED:

THAT PAINTBALL HEAVEN SUPPLY, INC. DESIRING TO ORGANIZE OR
QUALIFY UNDER THE LAWS OF THE STATE OF FLORIDA, NAMED ROSAURA
DEL CARMEN VAZQUEZ WITH THE INITIAL REGISTERED OFFICE AT: 120
N.W. 68 AVE. MIAMI, FLA. 33126, ITS REGISTERED AGENT TO ACCEPT
SERVICE OF PROCESS WITHIN THE STATE OF FLORIDA.

Rosaura Vazquez
ROSAURA DEL CARMEN VAZQUEZ

DATE: NOV. 4, 2002

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FLA
SECRETARY OF STATE
DIVISION OF CORPORATIONS

HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE
STATED CORPORATION AT THE PLACE DESIGNATED IN THIS CERTIFICATE,
I HEREBY AGREE TO ACT IN THE CAPACITY OF REGISTERED AGENT AND I
FURTHER AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUTES
RELATIVE TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES.

Rosaura Vazquez
ROSAURA DEL CARMEN VAZQUEZ