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Division of Corporations

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Division of Corporations  
Fax Number : (850) 205-0381

From:

Account Name : DAVID TORCHIN, C.F.A., P.A.  
Account Number : I19990000007  
Phone : (954) 472-3124  
Fax Number : (954) 472-0067

FLORIDA PROFIT CORPORATION OR P.A.

CULTURE-XCHANGE, INC.

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**ARTICLES OF INCORPORATION**  
**OF**

**CULTURE-XCHANGE, INC.**

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

**ARTICLE I NAME**

The name of the corporation shall be:

**CULTURE-XCHANGE, INC.**

**ARTICLE II PRINCIPAL OFFICE**

The principal place of business and mailing address of this corporation shall be:

Principal Place of Business:

Mailing Address:

10875 N.W. 52ND ST., SUITE 7  
SUNRISE, FL 33351

10875 N.W. 52ND ST., SUITE 7  
SUNRISE, FL 33351

Phone Number: 954-742-0356

**ARTICLE III CAPITAL STOCK**

The number of shares of stock that this corporation is authorized to have outstanding at any one time is:

**One Thousand Shares (1000.) at One Dollar (\$1.00) par value per share.**

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**ARTICLE IV INITIAL REGISTERED AGENT AND STREET ADDRESS**

The name and address of the initial registered agent is:

David Torchin, C.P.A.  
8211 West Broward Blvd., Suite 200  
Plantation, FL 33324-2726

**ARTICLE V INCORPORATOR(S)**

The name(s) and street address(es) of the incorporators to these Articles of incorporation and the office each shall hold is(are):

PRESIDENT/DIRECTOR  
SEAN MACDONALD  
4289 DIAMOND DRIVE  
WESTON, FL 33331

SECRETARY/TREASURER/DIRECTOR  
CURTIS S DENOUX  
8311 S.W. 39TH COURT  
DAVIE, FL 33328

VICE-PRESIDENT/DIRECTOR  
ANDREW GIAMBARBA  
9114 S.W. 163RD TERRACE  
MIAMI, FL 33157

The undersigned incorporator(s) has(have) executed these Articles of Incorporation this 20th day of November, 2002.



Signature

Signature

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

Pursuant to the provisions of sections 607.0501 or 617.0501, Florida Statutes, 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:


**CULTURE-XCHANGE, INC.**

2. The name and address of the registered agent and office is:

**David Torchin, C.P.A.**  
**8211 West Broward Blvd., Suite 200**  
**Plantation, FL 33324-2726**

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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.

  
Signature  
11/20/02  
Date

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