

PO2000128299

(Requestor's Name)

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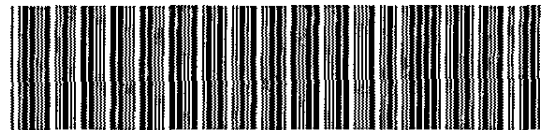
(Business Entity Name)

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FALL 2002
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FILED ITX-SunSpots, Inc.
2002 DEC -2 PM 2:58 6711 SW 5th Terrace
Miami, Florida 33144
305.298.6537
DEPARTMENT OF STATE
TALLAHASSEE FLORIDA

TRANSMITTAL LETTER

Department of State
Division of Corporations
409 E. Gaines St.
Tallahassee, FL 32399
(850) 245-6052

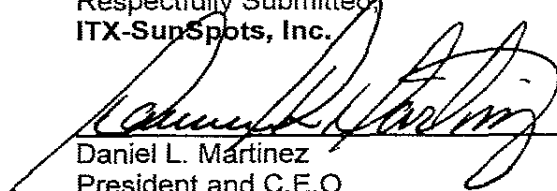
SUBJECT: Domestication – ITX-SunSpots, Inc.

Enclosed are an original and one (1) copy of both the Articles of Incorporation and Certificate of Domestication for ITX-Sunspots, Inc.

Enclosed is a check made payable to the Florida Department of State for the applicable fees:

Certificate of Domestication	\$50.00
Articles of Incorporation and Certified Copy	78.75
Certificate of Status	<u>8.75</u>
Total to domesticate and file	<u>\$137.50</u> =====

Respectfully Submitted
ITX-SunSpots, Inc.



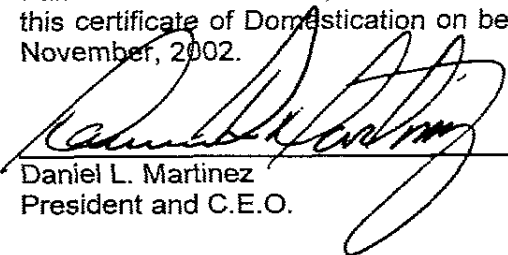
Daniel L. Martinez
President and C.E.O.

CERTIFICATE OF DOMESTICATION

The undersigned, Daniel L. Martinez, President and C.E.O. of ITX-SunSpots, Inc., a foreign Corporation, in accordance with Florida Statutes, 607.1801 does hereby certify:

1. The date on which the corporation was first formed is December 4, 1986.
2. The jurisdiction where the above named corporation was first formed, incorporated, or otherwise came into being is the State of Delaware, United States of America.
3. The name of the corporation immediately prior to the filing of this Certificate of Domestication is ITX SUNSPOTS, INC.
4. The name of the corporation, as set forth in its Articles of Incorporation, to be filed pursuant to Florida Statutes 607.0202 and 607.0401 with this certificate is ITX-SunSpots, Inc.
5. The jurisdiction that constituted the seat, siege, social principal place of business or central administration of the corporation, or any other equivalent thereto under applicable law immediately prior to the filing of the Certificate of Domestication is Delaware with authorization to do business as a foreign corporation in the State of Florida.
6. Attached is the State of Florida Articles of Incorporation to complete the domestication requirements pursuant to Florida Statutes 607.1801.

I am Daniel L. Martinez, President and C.E.O. of ITX SUNSPOTS, INC. and am authorized to sign this certificate of Domestication on behalf of the corporation and have done so this the 27th day of November, 2002.


Daniel L. Martinez
President and C.E.O.

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CLERK OF STATE
TALLAHASSEE FLORIDA

ARTICLES OF INCORPORATION

In compliance with Chapter 607 and/or Chapter 621, Florida Statutes (Profit), the following Articles of Incorporation are filed.

ARTICLE I NAME

The name of the corporation shall be ITX-SunSpots, Inc.

ARTICLE II PRINCIPAL OFFICE

The principal place of business and mailing address of the corporation is 6711 SW 5th Terrace, Miami, Florida 33144.

ARTICLE III PURPOSE

The purpose for which the corporation is organized is to pursue all lawful business activities with its primary purpose to pursue opportunities in various consumer products industries.

ARTICLE IV SHARES

The number of shares of stock that this corporation is authorized to have is fifty million shares of common stock and ten million shares of preferred stock.

ARTICLE V INITIAL OFFICERS and DIRECTORS

Daniel L. Martinez, whose address is 6711 SW 5th Terrace, Miami, Florida 33144, shall be the initial director of the corporation and shall serve as the Managing Director until such time as new and/or additional officers and directors are appointed and/or elected.

ARTICLE VI REGISTERED AGENT

Daniel L. Martinez, whose address is 6711 SW 5th Terrace, Miami, Florida 33144, accepts the designation as the Registered Agent of the corporation.

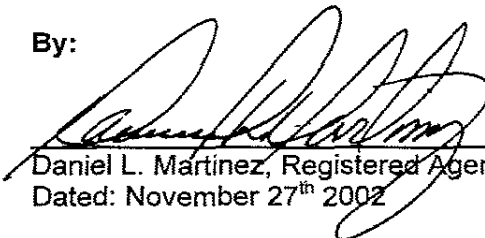
ARTICLE VII INCORPORATOR

Daniel L. Martinez, whose address is 6711 SW 5th Terrace, Miami, Florida 33144, is the incorporator of the corporation.

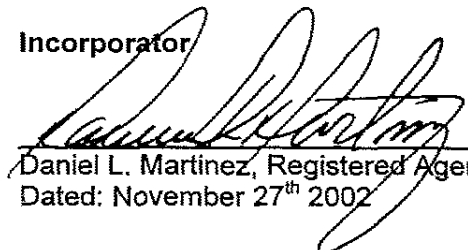
ARTICLE VIII SIGNATURES

I, Daniel L. Martinez, having been named as the Registered Agent to accept service of process for the above named corporation at the place designated in this certificate, I am familiar with and accept the appointment as Registered Agent and agree to act in this capacity.

By:


Daniel L. Martinez, Registered Agent
Dated: November 27th 2002

Incorporator


Daniel L. Martinez, Registered Agent
Dated: November 27th 2002