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FLORIDA PROFIT CORPORATION OR P.A.

REX INVESTMENTS INTERNATIONAL, CORP

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ARTICLES OF INCORPORATION
OF
REX INVESTMENTS INTERNATIONAL, CORP.

Article I

CORPORATE NAME

The Name of this Corporation shall be: REX INVESTMENTS
INTERNATIONAL CORP.

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Article II

NATURE OF CORPORATE BUSINESS

The Corporation may engage in any activity or business permitted under the laws of the United States and under the laws of the State of Florida.

Article III

CAPITAL STOCK

This Corporation is authorized to issue a maximum of 1,000 shares of stock. The shares of stock authorized shall be common stock having a par value of \$1.00 per share. The consideration to be paid for each share of stock shall be fixed by the Board of Directors.

Prepared By:
MARIA T. LOPEZ, ESQ.
561 NE 79 Street, Suite 202
Miami, Florida 33138
(305) 758-8321
Fla. Bar No.: 309760

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Article IV

INITIAL PRINCIPAL OFFICE AND MAILING ADDRESS

The Corporation's Initial Principal Office and Mailing address in the State of Florida shall be: 931 Village Boulevard, Suite 182, West Palm Beach, Florida 33409

Article V

INITIAL REGISTERED AGENT

The Corporations' initial Registered Agent in the State of Florida shall be:

NAME

ADDRESS

DAVID A. VALVERDE

4644 Lakeside Circle
West Palm Beach, FL 33417

ARTICLE VI

BOARD OF DIRECTORS

The number of Directors may be altered from time to time by By-Laws adopted by the Shareholders. However, the Corporation shall have no less than one (1) nor more than three (3) Directors at one time.

Article VII

INITIAL DIRECTORS

The name and post office address of each member of the first Board of Directors is:

Name

TEOBALDO VALVERDE

ADDRESS

4644 Lakeside Circle
West Palm Beach, FL 33417

DAVID A. VALVERDE

4644 Lakeside Circle
West Palm Beach, FL 33417

NELLY V. VALVERDE

4644 Lakeside Circle
West Palm Beach, FL 33417

The members of the first Board of Directors shall hold office until the first organizational meeting of the Shareholders and Directors of the Corporation.

Article VIII
INCORPORATORS

The name and post office address of each Incorporator executing these Articles of Incorporation is as follows:

MARIA T. LOPEZ

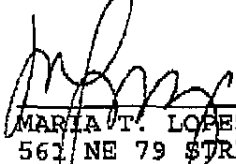
561 NE 79th Street #202
Miami, Florida 33138

Article IX

COMMENCEMENT DATE

Corporate existence will commence on the filing of these Articles with the Secretary of State.

THE UNDERSIGNED INCORPORATORS, for the purpose of forming a corporation to do business within the State of Florida, do make and file these Articles of Incorporation, hereby declaring and acknowledging that the facts herein stated are true.



MARIA T. LOPEZ
561 NE 79 STREET
Suite #202
Miami, Florida 33138

STATE OF FLORIDA)
) \$\$
COUNTY OF DADE)

TOTAL P.05

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The foregoing instrument was acknowledged before me this 5th day of December, 2002, by MARIA T. LOPEZ who is personally known to me and who did not take an oath.

Odalis Richards
NOTARY PUBLIC, STATE OF FLORIDA
name: Odalis Richards
my commission expires:



Having been named to accept service of process for the above styled corporation, at the place designated in the Articles of Incorporation, I hereby accept to act in said capacity, and agree to comply with the provisions of Florida Statute § 48.091.

DATED: 12/5/02

DAVID A. VALVERDE, REGISTERED AGENT

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