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Florida Department of State
Division of Corporations
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FLORIDA PROFIT CORPORATION OR P.A.

TEMPO DESIGNS INC.

Certificate of Status	0
Certified Copy	1
Page Count	06
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**CERTIFICATE OF INCORPORATION
OF
TEMPO DESIGNS INC.**

We, the undersigned subscribes to these Articles of Incorporation Natural Persons competent to contract from a Corporation the Laws of the State of Florida.

ARTICLE I, NAME OF CORPORATION:

The name of the Corporation shall be: TEMPO DESIGNS INC.

ARTICLE II, GENERAL NATURE OF THE BUSINESS:

The general nature of the business and the object and purpose to be transfer and carried are:

To conduct business not prohibited by laws of the United States and the State of Florida.

To conduct business to have one or more officers in buy, sell, import, export, hold, mortgage, sell, convey, lease or otherwise dispose of real and personal property, including franchises, patents, copyrights and licenses, in the State of Florida and in other countries to conduct debts and borrow money, issued and sell or pledge bonds, debentures, notes and other evidences of indebtedness and execute such mortgages, transfer or corporate properties, or instruments to secure the payments of corporate indebtedness as require.

To purchase the corporate assets or any Corporation and engage in the same or other character of business.

To guarantee, endorse, purchase, hold, sell, transfer, mortgage, pledge or otherwise acquire or dispose of the shares of the capital stock of, or any bonds, securities, or other evidences of indebtedness created by any corporation of the State of Florida, or any other State or Government and while owner of such stock to exercise all rights, powers and privileged of ownership, including the right to vote such stock.

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ARTICLE III, CAPITAL STOCK:

The maximum number of shares of stock that the corporation is authorized to have outstanding at any one time is 100 shares at \$ 1.00 per share. Such stocks may be issued by the Corporation from time to time for such consideration as may be fixed by the board of Director thereof, and may be paid in cash, labor or services.

ARTICLE IV, INITIAL CAPITAL:

The number of share with which this Corporation shall commence business in not less than 100 common stock, and the amount of capital with which this corporation shall commence business will not be less than One Hundred Dollars (\$ 100.00).

ARTICLE V, TERM:

The Corporation shall continue perpetually, unless sooner dissolve according to laws.

ARTICLE VI, PRINCIPAL PLACE OF BUSINESS:

The initial place of business of said Corporation in this State shall be 2261 NE 164 STREET NORTH MIAMI BEACH, FL 33160. But the Board of Directors may from time to time, move the principal place of the office to any other address in the State of Florida.

ARTICLE VII, DIRECTORS:

The business of the Corporation shall be conducted by the Board of Directors, and the number of which Directors shall be fixed by the stockholders at any regular or called meeting, but the number of directors shall not be less than one. A majority of the Board shall constitute the Quorum. The members of the Board of Directors shall be elected at the annual meeting of Stockholders, and the several officers, as the case may provide for in the by-laws, shall be elected by the Board of Directors at the meeting held immediately after the adjournment of the annual stockholders meeting.

ARTICLE VIII, FIRST BOARD OF DIRECTORS:

The name and office address of the members of the first Board of Directors, who, subject to the provisions of the Certificate of Incorporation, the by-laws of the Corporation and Statutes of the State of Florida, shall hold office for the first year of

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the Corporation's existence, or until their successors have been elected and qualified are as follows:

SANTIAGO TOBON
2261 NE 164 Street
North Miami Beach, FL 33160.

JOSE L. PEREZ
2260 NE 164 Street
North Miami Beach, FL 33160

ARTICLE IX, SUBSCRIBERS :

The proceeds of the stock subscribed for will be at least as much as the amount necessary to begin business. The name and place of residence of the Subscriber to the capital stock and the number of shares subscribed for are as follow:

SANTIAGO TOBON
2261 NE 164 Street
North Miami Beach, FL 33160
33160

JOSE L. PEREZ
2261 NE 164 Street
North Miami Beach, FL

ARTICLE X, OFFICERS:

The name and post office addresses of the incorporator, who subject to the provisions of this Certificate of Incorporation, the by-laws of the Corporation and the statutes of the State of Florida, shall hold office for the first year of the Corporation's existence, or until their successors have elected and qualified, are as follows:

SANTIAGO TOBON
PRESIDENT/SECRETARY
2261 NE 164 Street
North Miami Beach, FL 33160

JOSE L. PEREZ
VICEPRESIDENT/TREASURER
2261 NE 164 Street
North Miami Beach, FL 33160

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ARTICLE XI, AMENDMENT:

These articles of Incorporation may be amended in the manner provided by laws. Every amendment shall be approved by the Board of Directors, proposed by them to the Stockholders, and approved at the Stockholders meeting by majority of the Stocks entitled to vote thereon, unless all Directors and all Stockholders sign a written statement manifesting their intention that certain amendments to these Articles of Incorporation be made.

We, the undersigned, being the original subscribers to the capital stock and Articles of Incorporation, herein above name for the purpose of forming a Corporation to do business within and without the State of Florida, General Act of 1925, and all amendments hereto to make and file this Certificate hereby declaring that the facts herein stated are true and do respectively agree to take the numbers of shares of stock herein above set forth, and have accordingly set our hands and seal on this 13th day of February 2003.

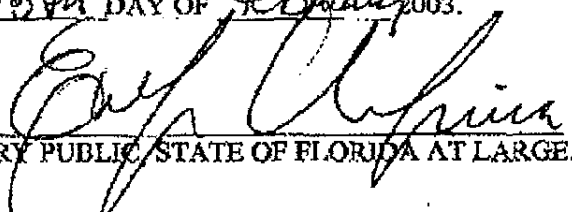

SANTIAGO TOBÓN
PRESIDENT/SECRETARY


JOSE L. PEREZ
VICE-PRESIDENT/TREASURER

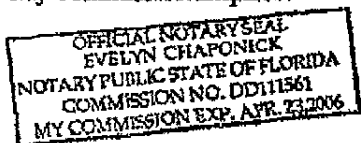
STATE OF FLORIDA)
)SS
COUNTY OF MIAMI-DADE)

I, HEREBY CERTIFY THAT, on this day, before me, a notary public, duly authorized in the State of Florida and County of Miami-Dade to take acknowledgement Santiago Tobón and Jose L. Perez personally to be the person (s) described as subscribers in and who execute the foregoing Articles of Incorporation.

WITNESS MY HAND AND OFFICIAL SEAL IN THE COUNTY AND STATE NAMED ABOVE THIS 13th DAY OF February 2003.


NOTARY PUBLIC, STATE OF FLORIDA AT LARGE.

My commission Expires:



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LAZARUS CORPORATION

FAX: 3052201440

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MIAMI, FLORIDA

**CERTIFICATE DESIGNING OF BUSINESS OF DOMICILE FOR THE SERVICE
WITHIN THIS STATE, NAMING AGENT UPON PROGRESS MAY BE
SERVED.**

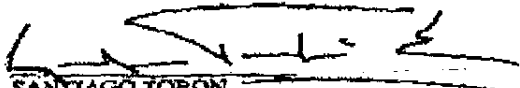
in pursuance of chapter 48,001, Section
607.164 Florida Statutes, the following is
submitted, in the compliance with said
act:

FIRST: TEMPO DESIGNS INC.

deshing to organized under laws of the
States of Florida, with the principal
Office, as indicated in the Articles of
Incorporation, at the City of Miami
County of Miami-Dade, State of Florida,
has named Santiago Tobón located at
2261 NE 164 Street North Miami Beach,
FL 33160 as its Agent Accepts service of
process within this State.

ACKNOWLEDGEMENT:

Having been named to accept services of
process for the above State Corporation
at place designated in this Certificate. I
hereby accept to act in this capacity and
agree to comply with the provisions of
said act relative to keeping open said
office.


SANTIAGO TOBON
Registered Agent.

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