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To:

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

From:

Account Name : BLUMBERG/EXCELSIOR CORPORATE SERVICES, INC.  
Account Number : 075350000353  
Phone : (212) 431-5000  
Fax Number : (212) 431-1441

FLORIDA PROFIT CORPORATION OR P.A.

RETO-ONLINE, INC.

|                       |         |
|-----------------------|---------|
| Certificate of Status | 0       |
| Certified Copy        | 0       |
| Page Count            | 03      |
| Estimated Charge      | \$70.00 |

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TALLAHASSEE, FLORIDA

**ARTICLES OF INCORPORATION**

**OF**

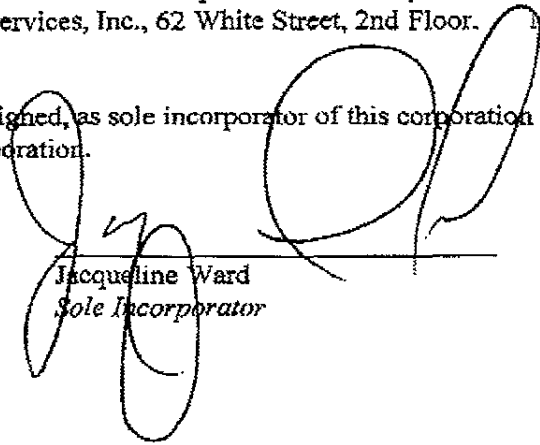
**RETO-ONLINE, INC.**

**THE UNDERSIGNED** sole incorporator, being a natural person competent to contract and desiring to form a corporation under Title XXXV, Chapter 607, of the Revised Florida Statutes, herewith submits the following information:

1. The name of the corporation is: **RETO-ONLINE, INC.**
2. The duration of the corporation shall be perpetual.
3. The general purpose or purposes for which this corporation is being formed are to include the transaction of any or all lawful business for which corporations may be incorporated under this chapter.
4. The aggregate number of shares which the corporation shall have authority to issue is **1,000 shares at no par value.**
5. The name and address of the director is: **Jose Santiso, 765 Cramdon Boulevard, Key Biscane, FL 33149**
6. The principal address of the corporation will be: **765 Cramdon Boulevard, Key Biscane, FL 33149**
7. The name and address of the initial registered agent is: **Jose Santiso, 765 Cramdon Boulevard, Key Biscane, FL 33149**
8. The name and address of the sole incorporator is: **Jacqueline Ward, BlumbergExcelsior Corporate Services, Inc., 62 White Street, 2nd Floor, New York, NY 10013**

**IN WITNESS WHEREOF**, the undersigned, as sole incorporator of this corporation has executed these Articles of Incorporation.

Dated: March 3, 2003



\_\_\_\_\_  
 Jacqueline Ward  
 Sole Incorporator

**BlumbergExcelsior Corporate Services, Inc.  
62 White Street, New York, NY 10013**

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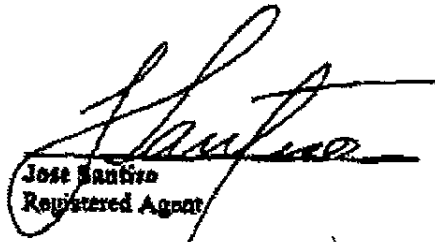
**ACCEPTANCE OF APPOINTMENT**

**AS**

**REGISTERED AGENT**

I, the undersigned, do hereby accept appointment as Registered Agent for **RETO-ONLINE, INC.**

Dated: March 3, 2003



**Jose Santizo**  
Registered Agent

**BlumbergExcelsior Corporate Services, Inc.**  
62 White Street  
New York, NY 10013