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From:
Account Name : CORPORATE CREATIONS INTERNATIONAL INC.
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FLORIDA PROFIT CORPORATION OR P.A.

Arena Corp.
International

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FLORIDA DEPARTMENT OF STATE
Glenda E. Hood
Secretary of State

April 1, 2003

CORPORATE CREATIONS INTERNATIONAL INC.

SUBJECT: ARENA CORP.
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Claretha Golden
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Letter Number: 203A00019511

ARTICLES OF INCORPORATION

Article I. Name

The name of this Florida corporation is:
Arena International Corp.

Article II. Address

The Corporation's mailing address is:
Arena International Corp.
1300 Brickell Avenue
Miami FL 33131

Article III. Registered Agent

The name and address of the Corporation's registered agent is:
Milagros A. Sanchez
1300 Brickell Avenue
Miami FL 33131

Article IV. Board of Directors

The name of each member of the Corporation's Board of Directors is:
Milagros A. Sanchez

The affairs of the Corporation shall be managed by a Board of Directors consisting of no less than one director. The number of directors may be increased or decreased from time to time in accordance with the Bylaws of the Corporation. The election of directors shall be done in accordance with the Bylaws. The directors shall be protected from personal liability to the fullest extent permitted by applicable law.

Jose A. Rodriguez | FL Bar Member 989444
Jose A. Rodriguez, P.A.
150 Alhambra Circle
Suite 1270
Coral Gables FL 33134
305-445-6600

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Article V. Capital Stock

The Corporation shall have the authority to issue 2,000 shares of common stock, par value \$.01 per share.

Article VI. Incorporator

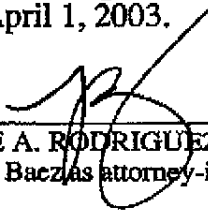
The name and address of the incorporator is:

Jose A. Rodriguez
Jose A. Rodriguez, P.A.
150 Alhambra Circle
Suite 1270
Coral Gables FL 33134

Article VII. Corporate Existence

These Articles of Incorporation shall become effective and the corporate existence will begin on March 28, 2003.

The undersigned incorporator executed these Articles of Incorporation on April 1, 2003.



JOSE A. RODRIGUEZ
by T. Baczas attorney-in-fact

Jose A. Rodriguez | FL Bar Member 989444
Jose A. Rodriguez, P.A.
150 Alhambra Circle
Suite 1270
Coral Gables FL 33134
305-445-8800

**CERTIFICATE OF DESIGNATION
REGISTERED AGENT/OFFICE**

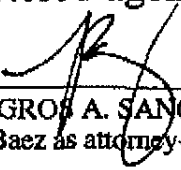
CORPORATION:

Arena International Corp.

REGISTERED AGENT/OFFICE:

Milagros A. Sanchez
1300 Brickell Avenue
Miami FL 33131

I agree to act as registered agent to accept service of process for the corporation named above at the place designated in this Certificate. I agree to comply with the provisions of all statutes relating to the proper and complete performance of the registered agent duties. I am familiar with and accept the obligations of the registered agent position.


MILAGROS A. SANCHEZ
by T. Baez as attorney-in-fact

Date: April 1, 2003

Jose A. Rodriguez I FL Bar Member 989444
Jose A. Rodriguez, P.A.
150 Alhambra Circle
Suite 1270
Coral Gables FL 33134
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