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To:

Division of Corporations

Fax Number : (850) 205-0381

From:

Account Name : FAS-T CORP. AGENTS, INC.

Account Number: 071001002335 Phone: (305)599-0839 Fax Number: (305)716-0346

FLORIDA PROFIT CORPORATION OR P.A.

ULTIMATE STRIDES, INC.

| Certificate of Status | 0 |
|-----------------------|---------|
| Certified Copy | 1 |
| Page Count | 03 |
| Estimated Charge | \$78.75 |

4.3.03

ARTICLES OF INCORPORATION OF

ULTIMATE STRIDES, INC.

The undersigned incorporators, for the purpose of forming a corporation under Florida General Corporation Act, hereby adopt the following Articles of incorporation.

ARTICLE I NAME

The name of the corporation shall be:

ULTIMATE STRIDES, INC.

The principal place of business of this corporation shall be:

15930 SW 77 STRBET MIAMI, FLORIDA 33193

ARTICLE II NATURE OF BUSINESS

The corporation may engage in or transact any or all lawful activities or business permitted under the laws of the United States, the State of Florida, or any other state, country, territory or nation.

ARTICLE III CAPITAL STOCK

The aggregate number of shares of stock and its value that this corporation is authorized to have outstanding at any one time is: ONE HUNDRED

ARTICLE IV TERM OF EXISTENCE

This corporation is to exist perpetually.

Prepared by: Gabriel Castaño

15930 SW 77 Street Miami, Florida 33193 Phone: (786) 547-1234

ARTICLE V OFFICERS DIRECTORS

The names and street addresses of the initial officers and directors, if any, who shall hold office the first year of the corporation's existence or until their successors are elected, are:

Gabriel Castaño, Preesident 15930 SW 77 Street Miami, FL 33193

ARTICLE VI INCORPORATOR(S)

The names and street addresses of the incorporators to this articles of incorporation are:

Gabriel Castaño, Preesident 15930 SW 77 Street Miami, FL 33193

IN WITNESS WHEREOF, the undersigned incorporator have executed these Articles of Incorporation this 1st day of April, 2003.

Signatures of Incorporator:

Gabriel Castaño, President

FILED

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CERTIFICATE OF DESIGNATION REGISTERED AGENT/REGISTERED OFFICE

SECRETARY OF STATE TALLAHASSEE, FLORIDA

Pursuant to the provisions of Section 607.324, Florida Statutes, the undersigned corporation, organized under the laws of the State of Florida, submits the following statement in designating the registered office/Registered agent, in the State of Florida.

1. The name of the corporation:

ULTIMATE STRIDES, INC.

2. The name and address of the registered agent and office is:

Gabriel Castaño 15930 SW 77 Street Miami, Florida 33193

SIGNATURE

Gabriel Castaño

TITLE

President

DATE

April 1, 2003

HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION, AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY AGREE TO ACT IN THIS CAPACITY, AND I FURTHER AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATIVE TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES, AND I ACCEPT THE DUTIES AND OBLIGATIONS OF SECTION 607-325, FLORIDA STATUES.

TO TO AMEND

Gabriel Castaño

DATE

April 1, 2003