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

From:
Account Name : EMPIRE CORPORATE KIT COMPANY
Account Number : 072450003255
Phone : (305)634-3694
Fax Number : (305)633-9696

FLORIDA PROFIT CORPORATION OR P.A.

TRIPOLIS CORPORATION

Certificate of Status	1
Certified Copy	1
Page Count	04
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ARTICLES OF INCORPORATION OF TRIPOLIS CORPORATION

ARTICLE I - NAME

The name of the corporation is TRIPOLIS CORPORATION (the "Corporation").

ARTICLE II - PURPOSE

The Corporation is organized for the purpose of transacting any or all lawful business for corporations organized under The Florida Business Corporation Act of the State of Florida.

ARTICLE III - CAPITAL STOCK

The aggregate number of shares which the Corporation shall have the authority to issue is 1,000 shares of Common Stock, par value \$.01 per share.

ARTICLE IV - INITIAL REGISTERED AGENT

The mailing and street address of the initial registered office of this Corporation is 21120 Bluewater Road, Miami, Florida 33189; and the name of the initial registered agent of this Corporation is Marcelo A. Ramos.

ARTICLE V - PRINCIPAL OFFICE ADDRESS

The mailing and street address of the principal office of this Corporation is P.O. Box 973083, Miami, Florida 33197-3083.

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ARTICLE VI - INITIAL BOARD OF DIRECTORS

The Corporation shall have (2) initial directors. The number of directors may be either increased or decreased from time to time as provided in the Corporation's Bylaws, but shall never be less than one (1). The name and address of the initial director of this Corporation is:

Marcelo A. Ramos
P.O. Box 973083, Miami, Florida 33197-3083

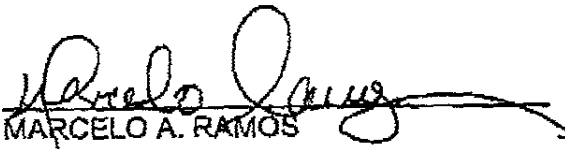
Maria T. Ramos
P.O. Box 973083, Miami, Florida 33197-3083

ARTICLE VII - INCORPORATOR

The name and address of the person signing these Articles of Incorporation is:

Marcelo A. Ramos
P.O. Box 973083, Miami, Florida 33197-3083

IN WITNESS WHEREOF, the undersigned Incorporator has executed these Articles of Incorporation this 2 day of April, 2003.


MARCELO A. RAMOS
Incorporator

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**CERTIFICATE DESIGNATING THE ADDRESS
AND AN AGENT UPON WHOM PROCESS MAY BE SERVED**

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WITNESSETH:

That TRIPOLIS CORPORATON (the "Corporation"), desiring to organize under the laws of the State of Florida, has named Marcelo A. Ramos, as its agent to accept service of process within this state.

TRIPOLIS CORPORATION
P.O. Box 973083, Miami, Florida 33197-3083

ACKNOWLEDGMENT:

Having been named to accept service of process for the Corporation, at the place designated in this Certificate, I hereby agree to act in this capacity, and further, agrees 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 607.0505, Florida Statutes.

Dated this 2 day of April, 2003.


MARCELO A. RAMOS
Registered Agent

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