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FLORIDA PROFIT CORPORATION OR P.A.

VENICE'S FINANCIAL INVESTMENT ENTREPRENEURS OF FLORI

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|-----------------------|---------|
| Certificate of Status | 0 |
| Certified Copy | 1 |
| Page Count | 02 |
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FLORIDA DEPARTMENT OF STATE

Glenda E. Hood
Secretary of State

June 5, 2003

CCRS

SUBJECT: VENICE'S FINANCIAL INVESTMENT ENTREPRENEURS OF FLORIDA, INC.
REF: W03000016193

We received your electronically transmitted document. However, the document has not been filed. Please make the following corrections and refax the complete document, including the electronic filing cover sheet.

The document must contain written acceptance by the registered agent, (i.e. "I hereby am familiar with and accept the duties and responsibilities as Registered Agent.")

The registered agent must sign accepting the designation.

If you have any further questions concerning your document, please call (850) 245-6931.

Becky McKnight
Document Specialist
New Filings Section

FAX Aud. #: H03000207718
Letter Number: 603A00035451

06/09/2003

11:21

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NO.023

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**ARTICLES OF INCORPORATION
OF**

VENICE'S FINANCIAL INVESTMENT ENTREPRENEURS OF FLORIDA, INC.

The undersigned, acting as incorporator of Venice's Financial Investment Entrepreneurs of Florida, Inc. under the Florida Business Corporation Act, adopts the following Articles of Incorporation.

ARTICLE I - NAME

The name of the corporation shall be:

Venice's Financial Investment Entrepreneurs of Florida, Inc.

ARTICLE II - PRINCIPAL OFFICE

The principle place of business/mailling address is:

2875 NE 191 Street, Suite 800
Aventura, FL 33180

ARTICLE III - PURPOSE

The corporation is organized for all lawful purposes authorized under Florida law.

ARTICLE IV - SHARES

The number of shares of stock is:

100 shares at .01 par value per share

ARTICLE V - REGISTERED AGENT/ REGISTERED OFFICE

The name of the initial registered agent and address of the initial registered office is:

Ferrell Group Corporate Services, L.L.C.
Attention: Secretary
2875 NE 191st Street
Suite 800, Turnberry Plaza
Aventura, FL 33180

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ARTICLE VI - INCORPORATOR

The name and street address of the incorporator are:

Froilan Eudilio Moreno Tovar
Urbanization el Parque Edificio Tequetia
Apartamento 2A, Segundo Piso
Barquisimeto, Estado Lara Venezuela

The undersigned incorporator, for the purpose of forming a corporation under the laws of the State of Florida, has executed these Articles of Incorporation on the 3 day of June, 2003.



Incorporator

Print name:

Froilan Moreno Tovar
Froilan Moreno Tovar

06/09/2003

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**CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT/REGISTERED OFFICE**

Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this certificate, the undersigned agrees to act in that capacity, to comply with the provisions of the Florida Business Corporation Act, and is familiar with, and accepts, the obligations of that position.

Dated this 6 day of June, 2003.

**Ferrell Group Corporate Services, L.L.C.,
a Florida limited liability company**

By: [Signature]

Print name: Jodi Laurence

Title: Secretary Registered Agent

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