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Florida Department of State
Division of Corporations
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To:

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Account Name : EMPIRE CORPORATE KIT COMPANY
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CLERK OF STATE
TALLAHASSEE FLORIDA

FLORIDA PROFIT CORPORATION OR P.A.

jpoggi, inc.

| | |
|-----------------------|---------|
| Certificate of Status | 0 |
| Certified Copy | 1 |
| Page Count | 06 |
| Estimated Charge | \$78.75 |

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SECRETARY OF STATE
TALLAHASSEE FLORIDA

ARTICLES OF INCORPORATION

OF

JPOGGI, INC.

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

ARTICLE I
NAME

The name of the corporation shall be:

JPOGGI, INC.

The principal place of business of this corporation shall be:

5001 SW 74th Court, #100, Miami, FL 33155.

ARTICLE II
NATURE OF BUSINESS

This 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. ____

Prepared by:
Martha Valverde 616 NE 5th Street, Hallandale Beach, FL 33009

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**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 shall be divided into 500 shares of common stock of ONE DOLLAR PAR VALUE.

**ARTICLE IV
TERM OF EXISTENCE**

This corporation is to exist perpetually.

**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:

| | |
|--------------------------------------|------------------|
| | Number of Shares |
| Juan R. Poggi | 500 |
| 5001 SW 74 th Court, #100 | |
| Miami, FL 33155 | |

ARTICLE VI
INCORPORATORS

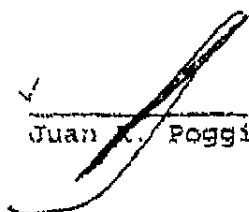
The name and street address of the incorporator to this
articles of incorporation is:

Juan R. Poggi
5001 SW 74th Court, #100
Miami, FL 33155

President

IN WITNESS WHEREOF, the undersigned incorporator has
executed these Articles of Incorporation this 6 day of
June, 2003.

Signature of Incorporator:



Juan R. Poggi

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SECRETARY OF STATE
TALLAHASSEE FLORIDA

CERTIFICATE OF DESIGNATION

REGISTERED AGENT/REGISTERED OFFICE

Pursuant to the provisions of Section 607.325, 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.

The name of the corporation:

JPOGGI, INC.

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

Juan R. Poggi

(P. O. BOX NOT ACCEPTABLE)

5001 SW 74th Court, #100, Miami, FL 33155

(CITY/STATE/ZIP)

SIGNATURE ✓

TITLE

PRESIDENT

DATE

06/06/03

HAVING BEEN NAME 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 STATUTES.

SIGNATURE ✓

DATE

06/06/03

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ACKNOWLEDGEMENT

STATE OF FLORIDA)
) SS:
COUNTY OF DADE

I HEREBY CERTIFY that on this 6th day of June, 2003 personally appeared before me, the undersigned Notary Public in and for the State of Florida, Juan R. Poggi party to the foregoing Certificate of Incorporation, and acknowledged that he did make, and acknowledge the foregoing Certificate as and for his voluntary act and deed, and that the facts herein set forth are true and correct as given under my hand and official seal, the day and year written at Miami, Dade County, Florida.

Martha I. Valverde
Notary Public
State of Florida at Large

My commission expires:



Martha I. Valverde,
Commission # 00346217
Expires June 25, 2003
Bonded Through
Atlantic Bonding Co., Inc.

Subscriber:

✓
Juan R. Poggi

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