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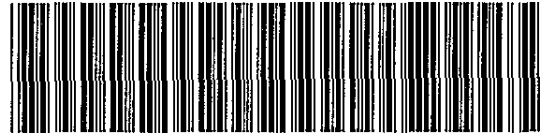
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**TERESA ROMAN ( TALLAHASSEE REPRESENTATIVE)**

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CORPORATION NAME(S) & DOCUMENT NUMBER(S) (if known):

1. ATHENA PROMOTIONS, INC.  
(Corporation Name) (Document #)
2. \_\_\_\_\_  
(Corporation Name) (Document #)
3. \_\_\_\_\_  
(Corporation Name) (Document #)
4. \_\_\_\_\_  
(Corporation Name) (Document #)

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NEW FILINGS	
<input checked="" type="checkbox"/>	Profit
<input type="checkbox"/>	NonProfit
<input type="checkbox"/>	Limited Liability
<input type="checkbox"/>	Domestication
<input type="checkbox"/>	Other

AMENDMENTS	
<input type="checkbox"/>	Amendment
<input type="checkbox"/>	Resignation of R.A., Officer/Director
<input type="checkbox"/>	Change of Registered Agent
<input type="checkbox"/>	Dissolution/Withdrawal
<input type="checkbox"/>	Merger

OTHER FILINGS	
<input type="checkbox"/>	Annual Report
<input type="checkbox"/>	Fictitious Name
<input type="checkbox"/>	Name Reservation

REGISTRATION/ QUALIFICATION	
<input type="checkbox"/>	Foreign
<input type="checkbox"/>	Limited Partnership
<input type="checkbox"/>	Reinstatement
<input type="checkbox"/>	Trademark
<input type="checkbox"/>	Other

Examiner's Initials

**ARTICLES OF INCORPORATION**  
**OF**  
**ATHENA PROMOTIONS, INC.**

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TALLAHASSEE, FLORIDA  
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The undersigned subscriber who is of legal age and competent for the purposes of forming a corporation under the laws of the State of Florida, hereby adopts and acknowledges the following Articles of Incorporation to form a corporation under the laws of the State of Florida.

**ARTICLE I**

The name of this Corporation shall be:  
**ATHENA PROMOTIONS, INC.**

The principal address of the Corporation shall be:  
**c/o MICHAEL GOLDBERG**  
**16855 NE 2<sup>nd</sup> AVENUE**  
**SUITE 303**  
**NORTH MIAMI BEACH, FL 33162**

**ARTICLE II**

The general nature of the business and the objects and purposes to be transacted and carried on are as educational courses wholesaler to the same extent as natural persons might or could do and specifically the Corporation may engage in any activity or business permitted under the laws of the United States of American and/or the State of Florida.

### ARTICLE III

The capital stock authorized, the par value thereof, and the characteristics of such stock shall be as follows: *\$1.00 par value, 500 shares authorized, issued and outstanding.*

Said stock shall be payable in whole or in part, in cash or other property, tangible or intangible, or in labor or services actually performed for the Corporation, at such valuations as may be determined, from time to time, by the Board of Directors of the Corporation.

### ARTICLE IV

This Corporation shall exist perpetually, unless sooner dissolved according to law, commencing on the date of execution and acknowledgment of these Articles.

### ARTICLE V

The street address of the initial registered office of the Corporation is *c/o MICHAEL GOLDBERG, 16855 NE 2<sup>nd</sup> AVENUE, SUITE 303, NORTH MIAMI BEACH, FLORIDA 33162*, and the of the initial Registered Agent of this Corporation at that address is *ESTEBAN MELLINI*.

## ARTICLE VI

The number of Directors of this Corporation shall initially be one (1). The Corporation shall be managed by the Board of Directors. The exact number of Directors may be increased or decreased, from time to time, by the Laws of the Corporation, but at no time shall there be less than one Director.

The names and street addresses of the initial Director of the Corporation, who shall hold office for the first year or until successors are elected or appointed and have qualified, shall be:

**NAME:**

**ADDRESS:**

Esteban Mellini

16855 NE 2<sup>nd</sup> Avenue, Suite 303  
North Miami Beach, FL 33162

## ARTICLE VII

The names and mailing addresses of the Subscribers and the number of shares of stock are:

**NAME:**

**ADDRESSES:**

**SHARES:**

Esteban Mellini

16855 NE 2<sup>nd</sup> Avenue, Suite 303  
North Miami Beach, FL 33162

500

## **ARTICLE VIII**

No contract or other transaction between this Corporation and any other corporation, partnership, person, or other entity and no act of any of the directors, officers, or stockholders of this Corporation are pecuniarily or otherwise interested therein, or are directors, officers or stockholders thereof. Any director individually, or any firm of which any director may be a member, may be a party to or may be pecuniarily or otherwise interested in any contract or transaction of this Corporation, provided that the fact that he/she or such firm is so interested shall be disclosed or shall have been known to the Board of Directors or a majority thereof, and any director of this Corporation who is also a director, an officer or a stockholder of such other corporation or who is so interested may be counted in determining the existence of a quorum at any meeting of the Board of Directors of this Corporation which shall authorize any such contract or transaction with like force and effect as if he were not such director, officer, or stockholder of such other corporation, or not so interested.

## **ARTICLE IX**

This Corporation reserves the right to name, alter, change or repeal any provisions contained in these Articles of Incorporation, or any amendment thereto, in the manner now or herein prescribed by statute, and any rights conferred upon the stockholders are subject to this reservation.

The private property of the Stockholders shall not be subject to the payment of the corporate debts in any extent whatsoever. The Corporation shall have a first lien on the share of its members, and upon the dividends due them, for any indebtedness of such members to the Corporation.

*IN WITNESS WHEREOF*, the undersigned, being the original Subscriber to the capital stock hereinabove names, for the purposes of forming a Corporation to do business both within and without the State of Florida, under the laws of Florida, does make and file these Articles of Incorporation, hereby declaring and certifying that the facts herein stated are true, and agreeing to take the number of shares hereinabove set forth this 25 day of June, 2003.

  
\_\_\_\_\_  
ESTEBAN MELLINI

**STATE OF FLORIDA**  
**COUNTY OF MIAMI-DADE**

*BEFORE ME*, the undersigned authority, personally appeared to me and well known to me to be the individual described in, and who executed the foregoing Articles of Incorporation, and acknowledged before me that he executed the same for the purposes therein expressed.

*IN WITNESS WHEREOF*, I have hereunto affixed my hand and official seal at said County and State, this 25 day of June, 2003.

  
\_\_\_\_\_  
**NOTARY PUBLIC**, State of Florida  
My Commission Expires: 12-17-03



Michael Goldberg  
Commission # CG 880885  
Expires Dec. 17, 2003  
Bonded Thru  
Atlantic Bonding Co., Inc

*CERTIFICATE* designating place of business or domicile for the service of process within Florida, naming agent upon whom process may be served in compliance with section 48.091, Florida statutes, the following is submitted:

*FIRST*, that **ATHENA PROMOTIONS, INC.** wants to organize or qualify under the laws of the State of Florida, with its principal place of business located in the city of **NORTH MIAMI BEACH, State of FLORIDA**, and has named **ESTEBAN MELLINI** from **NORTH MIAMI BEACH, FLORIDA**, as its agent to accept service of process within Florida.

  
\_\_\_\_\_  
**ESTEBAN MELLINI/President**

6-25-03  
Date

Having been named to accept service of process for the above referenced state 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.

  
\_\_\_\_\_  
**ESTEBAN MELLINI/Registered Agent**

6-25-03  
Date

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