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FLORIDA PROFIT CORPORATION OR P.A.

greenbay, corp.

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July 9, 2003

EMPIRE CORPORATE KIT COMPANY

SUBJECT: GREENBAY, CORP.  
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Division of Corporations - P.O. BOX 6327 -Tallahassee, Florida 32314

ARTICLES OF INCORPORATION  
OF  
AMERICAN PEARLS, INC.

2

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

ARTICLE I.-NAME:

The name of the corporation shall be: AMERICAN PEARLS, INC.

ARTICLE II-PRINCIPAL OFFICE:

The principal place of business and mailing address of the corporation shall be: 1821 Harbor View Circle, Weston, Fl 33327

ARTICLE III-SHARES:

The number of shares of stock that this corporation is authorized to have outstanding at any time is: 1,000 common shares each having a par value of \$0.50.

ARTICLE IV-INITIAL REGISTERED AGENT AND STREET ADDRESS:

The name and address of the initial registered agent is:

Alvaro Almanza  
1821 harbor View Circle  
Weston, Fl 33327

ARTICLE V-NATURE OF BUSINESS:

The nature of the business to be transacted by this corporation will be any and all activities permitted under the laws of the State of Florida and the United States of America.

ARTICLE VI-OFFICERS:

The name of the person(s) who are to serve as officer(s) of the corporation until the first meeting of the Board of Directors is:

Alvaro Almanza, President

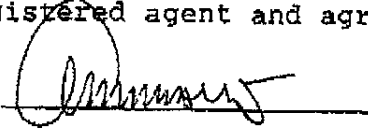
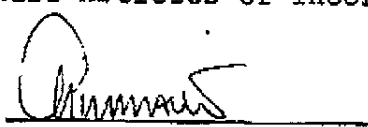
ARTICLE VII-INCORPORATOR:

The name and street address of the incorporator to these Articles of Incorporation is: Alvaro Almanza  
1821 Harbor View Circle  
Weston, Fl 33327

The undersigned incorporator has executed these Articles of Incorporation this 7th day of July, 2003.

ACKNOWLEDGMENT:

Having been named as registered agent and to accept service of process for the above stated corporation at place designated in this certification, I hereby accept the appointment as registered agent and agree to act in this capacity.



Corporation prepared by Jose C. Eduarte, Accountant  
P.O. Box 40-2663, Miami Beach, Fl 33140  
Tel.: (305) 374-5004

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