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

From:
Account Name : FAS-T CORP. AGENTS, INC.
Account Number : 071001002335
Phone : (305)599-0839
Fax Number : (305)716-0346

FLORIDA PROFIT CORPORATION OR P.A.
SYSTEM. F USA CORP.

Certificate of Status	0
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TALLAHASSEE, FLORIDA

ARTICLE OF INCORPORATION
OF
SYSTEM. F USA CORP.

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

ARTICLE I - NAME.

The Name of the Corporation shall be:

SYSTEM. F USA CORP.

The principal place of business of this corporation shall be:

SYSTEM. F USA CORP.
2500 NW 107 AVENUE SUITE 208.
MIAMI, FLORIDA 33172.

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.

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 is:

One Thousand shares of common stock at one dollar par value.

ARTICLE IV - TERM OF EXISTENCE.

This corporation is to exist perpetually.

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ARTICLE V - OFFICERS DIRECTORS.

The name (s) and street address (es) of the initial officer (s) and director (s), if any, who shall hold office the first year of the corporation's existence or until their successor (s) is (are) elected, is (are):

***President : Natasha Rodriguez
2500 NW 107 SUITE 208
MIAMI, FLORIDA 33172.***

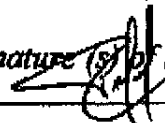
ARTICLE VI - INCORPORATOR (S)

The name (s) and street address (e s) of the incorporator (s) to this articles of incorporation is (are):

***Natasha Rodriguez
2500 NW 107 SUITE 208
MIAMI, FLORIDA 33172.***

IN WITNESS WHEREOF, The undersigned incorporator (s) has (have) executed these Articles of incorporation this June 30, 2003.

Signature (s) of incorporator (s)



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, submit s the following statement in designating the registered office/registered agent, in the State of Florida.

1. The name of the corporation:

SYSTEM F USA CORP.

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

**NATASHA RORIGUEZ
2500 NW 107 SUITE 208
MIAMI, FLORIDA 33172.**

Signature: _____

Title: President

Date: 06/30/2003

HAVING BEEN NAMED 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 DUTIES AND OBLIGATIONS OF SECTION 607.325, FLORIDA STATUTES.

Signature _____

Date: _____

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