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Division of Corporations

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**FLORIDA PROFIT CORPORATION OR P.A.**  
**EURO AMERICAN INVESTMENTS GROUP, CORP.**

Certificate of Status	0
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**ARTICLES OF INCORPORATION**

**OF**

**EURO AMERICAN INVESTMENTS GROUP, CORP.**

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THE UNDERSIGNED do hereby associate themselves for the purpose of forming a corporation under the laws of the State of Florida, and do hereby certify as follows:

**ARTICLE I - NAME**

The name of the Corporation shall be:

**EURO AMERICAN INVESTMENTS GROUP, CORP.**

**ARTICLE II - PURPOSE**

A.- To carry on and engage in the business of developing, manufacturing, distributing, exporting, marketing and selling all type of products, domestically and abroad.

B.- To carry on and engage Consulting, Advertising, Publishing and Internet Services domestically and abroad in any business activity.

C.- This company may buy shares of stock of any foreign and/or national companies throughout the world, and all types of investments in any business activity.

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F.- To carry on and engage in any business or activity which may be authorized and permitted by virtue of laws of the United States of America and the State of Florida.

### ARTICLE III - CAPITAL STOCK

The Corporation shall be authorized to issue capital stock in the following manner, to wit: 20,000,000.- (TWENTY MILLION) shares of common stock, having no par value.

### ARTICLE IV - POWERS

The powers of the Corporation shall include all those conferred by the bylaws of the Corporation and the laws of the State of Florida.

### ARTICLE V - TERM OF EXISTENCE

The Corporation shall have perpetual existence, in accordance with the laws of the State of Florida.

### ARTICLE VI - PRINCIPAL PLACE OF BUSINESS

The principal place of business of the Corporation shall be:

7350 N.W. 7 ST. Suite 104  
Miami, Florida 33126

### ARTICLE VII - REGISTERED AGENT AND OFFICE

The Registered Agent for the Corporation shall be Agustín Barres, and the Registered Office shall be located at: 7350 N.W. 7 ST. Suite 104, Miami, Florida 33126 or such other person or such other place as the Director or Board of Directors may, from time to time, direct with appropriate notice being given to the Secretary of State, in accordance with the applicable Florida Statutes.

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**ARTICLE VIII - OFFICERS AND MANAGEMENT**

The affairs of the Corporation shall be managed by its officer and/or officers, subject to the provisions of these Articles of Incorporation and in accordance with the bylaws of the Corporation. The Officers of the Corporation may consist of a President, Vice President, Secretary and Treasurer, in addition to such other officers that the Board of Directors may, if they so desire, choose to elect. The name and address of the officer or officers who shall serve until the first election by the Board of Directors shall be as follows:

NAME	OFFICE	ADDRESS
AGUSTIN BARRES	President	7350 N.W. 7 ST. Suite 104 Miami, Florida 33126
SERGIO PISANESCHI	Vice-President	7350 N.W. 7 ST. Suite 104 Miami, Florida 33126
SIMONETTA CONIGLIO	Secretary	7350 N.W. 7 ST. Suite 104 Miami, Florida. 33126

**ARTICLE IX - BOARD OF DIRECTORS**

The Corporation shall be governed by a Board of Directors which shall consist of one (1), but not more than five (5) people.

**ARTICLE X - INITIAL DIRECTOR OR DIRECTORS**

The name and address of the person or people who shall serve as the initial Director or Board of Director until the first annual meeting of the Corporation, or until his or their successor or successors are elected and are qualified, shall be as follows:

NAME	ADDRESS
AGUSTIN BARRES	President 7350 N.W. 7 ST. Suite 104 Miami, Florida 33126
SERGIO PISANESCHI	Vice-President 7350 N.W. 7 ST. Suite 104 Miami, Florida 33126
SIMONETTA CONIGLIO	Secretary 7350 N.W. 7 ST. Suite 104 Miami, Florida. 33126

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#### **ARTICLE XI - INCORPORATOR OR INCORPORATORS**

The name and address of the incorporator or incorporators subscribing to these Articles of Incorporation are as follows:

<b>NAME</b>	<b>ADDRESS</b>
<b>AGUSTIN BARRES</b>	<b>7350 N.W. 7 ST. Suite 104 Miami, Florida 33126</b>
<b>SERGIO PISANESCHI</b>	<b>7350 N.W. 7 ST. Suite 104 Miami, Florida 33126</b>
<b>SIMONETTA CONIGLIO</b>	<b>7350 N.W. 7 ST. Suite 104 Miami, Florida. 33126</b>

#### **ARTICLE XII - INDEMNIFICATION OF OFFICERS AND DIRECTORS**

Each Director and Officer of the Corporation shall be indemnified by the Corporation for all expenses and liabilities, including attorney's fees incurred or imposed upon such Director or Officer in connection with any proceedings to which he may be a party or in which he may become involved by reason of his being or having been a Director or Officer of the Corporation. The foregoing right of indemnification shall be in addition to and not exclusive of any other rights to which such Director or Officer may be Entitled.

#### **ARTICLE XIII - VOTING RIGHTS**

That except as may otherwise be provided by law, the local voting power for the election of Directors of the Corporation shall be vested solely and exclusively in the holders of the outstanding shares of the capital stock of the Corporation.

#### **ARTICLE XIV - BYLAWS**

The original bylaws of the Corporation shall be adopted by a majority vote of the Shareholders of the Corporation present at a meeting of the Shareholders called for such purpose, at which a majority of the Shareholders are present, and thereafter the bylaws of the Corporation may

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be amended, altered or rescinded by the vote of the Shareholders of the Corporation. Amendments to the bylaws or to these Articles of Incorporation may be proposed by the Shareholders or by the Board of Directors in the manner as provided in the bylaws and as may be provided under the laws of the State of Florida.

IN WITNESS WHEREOF, I have hereunto set my hand and seal at Miami, Dade County, Florida, This 15<sup>th</sup> day of August, 2003.

  
AGUSTIN BARRES

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**CERTIFICATE ACCEPTING DESIGNATION AS REGISTERED AGENT**

I HEREBY CERTIFY that I have accepted the designation as Registered Agent of EURO AMERICAN INVESTMENTS GROUP, CORP., and agree to serve as its Registered Agent, to accept service of process within the State as its Registered Office located at: 7350 N.W. 7 ST. Suite 104, Miami, Florida 33128

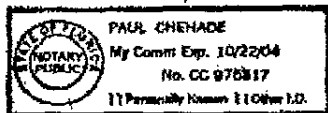
  
AGUSTIN BARRES

Witnesses:

  
SERGIO PISANESCHI

  
SIMONETTA CONIGLIO

SWORN to and SUBSCRIBED before me this 15 day of August, 2003.



  
Notary Public, State of Florida at Large  
My Commission Expires: