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: FAS-T CORP. AGENTS, INC. Account Name

Account Number : 071001002335 : (305)599-0839

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FLORIDA PROFIT CORPORATION OR P.A.

MICHAEL MITCHELL ENTER PRISES INC.

Certificate of Status	0
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FLORIDA DEPARTMENT OF STATE LL AHASSEE FLORIDA
Glenda B. Hood
Becatary of State

August 6, 2003

FAS-T

SUBJECT: RAE ENTERPRISES INC.

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ARTICLES OF INCORPORATION

<u>OF</u>

2003 AUG 22 AM 9: 02

MICHAEL HITCHELL ENTERPRISES INC. JUL STATE

JALLAHASSEE FLORIDA

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.

<u>ARTICLE I NAME</u>

The name of the corporation shall be: MICHAEL MITCHELL ENTERPRISES INC.

The principal place of business of this corporation shall be:

1575 SAN IGNACIO AVE. SUITE 100 A CORAL GABLES, PL 33146

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:

100 shares @ \$1.00 par value

ARTICLE IV TERM OF EXISTENCE

This corporation is to exist perpetually.

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):

MARK RIVKIND 4173 EASTVIEW PLACE GULF BREEZE, FL 32563

SUZANNE RIVKIND 4173 EASTVIEW PLACE GULF BREEZE, FL 32563

ARTICLE VI INCORPORATORIS

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

RICHARD V. GRAY ESQUIRE 1575 SAN IGNACIO AVE. SUITE 100 A CORAL GABLES, FL 33146

IN WITNESS WHEREOF, the undersigned incorporator(s) has (have) executed these Articles of Incorporation this, 5 day of July 2003

Signature(s) of incorporator(s)

The last

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CERTIFICATE OF DESIGNATION MILUT STATE REGISTERED AGENT/REGISTERED OFFICE AHASSEE FLORIDA 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. 1. The name of the corporation: MICHAEL MITCHELL ENTERPRISES INC. The name and address of the registered agent and office is: CCHARD V. GRAY REQUIRE 1575 SAM IGNACIO AVE SUITE 100 A (P.O. BOX NOT ACCEPTABLE) CORAL GABLES, PL 33146 (CITY/STATE/ZIP) 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 PROPER AND COMPLETE PERFORMANCE OF MY DUTIES. AND I ACCEPT THE DUTIES AND OBLIGATIONS OF SECTION 607.325, FLORIDA STATUTES.