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To:

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

From:

Account Name : EMPIRE CORPORATE KIT COMPANY
Account Number : 072450003255
Phone : (305) 634-3694
Fax Number : (305) 633-9696

FLORIDA PROFIT CORPORATION OR P.A.**NEXGEN, INC.**

Certificate of Status	0
Certified Copy	1
Page Count	04
Estimated Charge	\$78.75

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

03 SEP -4 AM 8:21

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9-5-03
SEP-03-2003 18:00

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03 SEP -4 AM 8:21
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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ARTICLES OF INCORPORATION OF
NEXgen, Inc.

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: NEXgen, Inc.
The principal place of business of this corporation shall be: 1100 N.E. 176th Street, N. Miami Beach, FL 33162

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 no par.

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):

Sigalit Elankri	1100 N.E. 176 th St.	President
	N. Miami Beach, FL 33160	

ARTICLE VI INCORPORATOR(S)

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

Sigalit Elankri

SHELDON ZIPKIN, P.A.
ATTORNEY AT LAW
2020 N.E. 183rd STREET, SUITE 300
NORTH MIAMI BEACH, FL 33162

1100 N. E. 176th Street,
N. Miami Beach, FL 33162

IN WITNESS WHEREOF, the undersigned incorporator(s) has (have)
executed these Articles of Incorporation this 28th day of August, 2003.

Signature(s) of Incorporator(s)



Sigalit Elankri, as President

SHELDON ZIPKIN, P.A.
ATTORNEY AT LAW
2020 N.E. 163rd STREET, SUITE 300
NORTH MIAMI BEACH, FL 33162

TOTAL P.04

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CERTIFICATE OF DESIGNATION
REGISTERED AGENT/REGISTERED OFFICE

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SECRETARY OF STATE
TALLAHASSEE, 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:
NEXgen, Inc.

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

Law Offices of Sheldon Zipkin, P.A.
2020 N.E. 163rd Street
North Miami Beach, FL 33162

SIGNATURE [Signature]

TITLE President

DATE 8/28/03

HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE 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.

SIGNATURE [Signature]

DATE 8/28/03

SHELDON ZIPKIN, P.A.
ATTORNEY AT LAW
2020 N.E. 163rd STREET, SUITE 300
NORTH MIAMI BEACH, FL 33162

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