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FLORIDA PROFIT CORPORATION OR P.A.

blue 705 inc.

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ARTICLES OF INCORPORATION

OF

BLUE 705 Inc.

ARTICLE I.

NAME

The name of the Corporation is **BLUE 705 Inc.**

ARTICLE II.

TERM OF CORPORATE EXISTENCE

The Corporation shall exist perpetually unless dissolved according to law and such existence shall commence at the time the filing of the Articles of Incorporation by the Department of State.

ARTICLE III.

PERMITTED ACTIVITY

The Corporation shall engage in any activity of business permitted under the laws of the United States and of the State of Florida.

Manfred Rosenow, Esq.
LAW FIRM OF MANFRED ROSENOW, P.A.
601 SW. 57th Avenue, Suite B
Miami, Florida 33144
Fla. Bar No. 0831638

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SECRETARY (P. 374)
200 ALASSEE, FLORIDA

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ARTICLE IV.

AUTHORIZED SHARES

The aggregate number of shares which the Corporation shall have authority to issue shall be One Hundred (100) of voting common stock with \$ 1.00 par value per share.

ARTICLE V.

PREEMPTIVE RIGHTS DENIED

No holder of any shares of the Corporation shall have any preemptive right to purchase, subscribe for or otherwise acquire any share of the Corporation of any class now or hereafter authorized, or any securities, exchangeable for or convertible into such shares, or any warrants or any instrument evidencing rights or options to subscribe for, purchase, or otherwise acquire such shares.

ARTICLE VI.

PRINCIPAL OFFICE

The address of the principal office of the Corporation is 12555 Orange Drive, Suite 116, Davie Florida 33330.

ARTICLE VII.

REGISTERED OFFICE AND AGENT

The initial registered office of the Corporation is LAW FIRM OF MANFRED ROSENOW, P.A. at 601 SW. 57th Avenue, Suite B, Miami, Florida 33144. The initial registered agent at that address is Manfred Rosenow Esq.

ARTICLE VIII.

DIRECTOR AND OFFICERS

The business of the Corporation shall be managed by a Board of Directors consisting of not fewer than one person, the exact number to be determined from time to time in accordance with the By-laws.

The name and address of the first board of directors and officers who shall serve until the first annual meeting of shareholders or until his successors are elected and qualified shall be:

<u>NAME</u>	<u>OFFICE</u>
Martin Rosenow 16264 NW 20 Street Pembroke Pines, Florida 33028	Director
Pedro L. Pinilla 6668 SW 192 Ave. Pembroke Pines, Florida 33330	Director

ARTICLE IX.

INCORPORATOR

The name and address of the incorporator is: Manfred Rosenow, Esq. ,
Law Firm of Manfred Rosenow, P.A. at 601 SW. 57th Avenue, Suite B. Miami,
Florida 33144

ARTICLE X.

INDEMNIFICATION

The Corporation shall indemnify any present or former officer or director, or person exercising powers and duties of a director to the full extent now or hereafter permitted by law.

IN WITNESS WHEREOF, the undersigned, being the original incorporator of the Corporation, has executed these Articles of Incorporation this 22nd day of October, 2003

Manfred Rosenow, Esq.

LAW FIRM OF MANFRED ROSENOW, P.A.

601 SW. 57th Ave. Suite B.

Miami, Florida 33144

By: _____



Manfred Rosenow, Esq.

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CERTIFICATE OF DESIGNATION
REGISTERED AGENT/REGISTERED OFFICE

PURSUANT TO THE PROVISIONS OF SECTION 807.0501, FLORIDA STATUTES THE UNDERSIGNED CORPORATION, ORGANIZED UNDER THE LAWS OF THE STATE OF FLORIDA, SUBMITS THE FOLLOWING STATEMENT IN DESIGNATING THE REGISTERED AGENT IN THE STATE OF FLORIDA.

1. THE NAME OF THE CORPORATION IS:

BLUE 705 Inc.

2. THE NAME AND ADDRESS OF THE REGISTERED AGENT IS:

Manfred Rosenow, Esq.
LAW FIRM OF MANFRED ROSENOW, P.A.
601 SW. 57th Avenue, Suite B
Miami, Florida 33144

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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SIGNATURE

MANFRED ROSENOW, Esq.

TITLE: INCORPORATOR

DATE: October 22, 2003

HAVING BEEN NAMED AS REGISTERED AGENT AND TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY ACCEPT THE APPOINTMENT OF REGISTERED AGENT AND AGREE TO ACT IN THIS CAPACITY. I FURTHER AGREE TO COMPLY WITH THE PROVISION OF ALL STATUTES RELATING TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES, AND I AM FAMILIAR WITH AND ACCEPT THE OBLIGATIONS OF MY POSITION AS REGISTERED AGENT.

SIGNATURE

MANFRED ROSENOW, Esq.

DATE: October 22, 2003

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