

**Electronic Articles of Incorporation
For**

P04000027727
FILED
February 10, 2004
Sec. Of State

SPY FACTORY,CORP.

The undersigned incorporator, for the purpose of forming a Florida profit corporation, hereby adopts the following Articles of Incorporation:

Article I

The name of the corporation is:

SPY FACTORY,CORP.

Article II

The principal place of business address:

3400 S.W. 23 TERRACE
MIAMI, FL. US 33145

The mailing address of the corporation is:

3400 S.W. 23 TERRACE
MIAMI, FL. US 33145

Article III

The purpose for which this corporation is organized is:

ANY AND ALL LAWFUL BUSINESS.

Article IV

The number of shares the corporation is authorized to issue is:

1000

Article V

The name and Florida street address of the registered agent is:

YAN L SOLIS
3400 S.W. 23 RD TERRACE
MIAMI, FL. 33145

I certify that I am familiar with and accept the responsibilities of registered agent.

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Registered Agent Signature: YAN LUIS SOLIS

Article VI

The name and address of the incorporator is:

YAN LUIS SOLIS
3400 S.W. 23 RD TERRACE
MIAMI, FL 33145

Incorporator Signature: YAN LUIS SOLIS

Article VII

The initial officer(s) and/or director(s) of the corporation is/are:

Title: P,T
YAN L SOLIS
3400 S.W. 23 RD TERRACE
MIAMI, FL. 33145 US

Title: VP,S
PEDRO GONZALEZ
171 S.W. 63 RD AVENUE
MIAMI, FL. 33145 US

Article VIII

The effective date for this corporation shall be:

02/10/2004