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Florida Department of State
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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.

el sol superclub inc

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

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(4)

ARTICLES OF INCORPORATION
OF

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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

EL SOL SUPERCLUB INC, 2800 N.W 27TH AVENUE MIAMI FLA 33142

ARTICLE II NATURE OF BUSINESS

This corporation may engage in or transact any of all lawful activities of 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 par value that this corporation is 500 @ \$1.00 authorized to have outstanding at any one time is: Five hundred @ \$1.00 (One Dollar).

ARTICLE IV TERM OF EXISTENCE

This corporation is to exist perpetually:

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ARTICLE V OFFICERS DIRECTORS

The name(s) and street(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):

PRESIDENT- DORIS TORRES, 2800 N.W 27TH AVENUE MIAMI FLA 33142

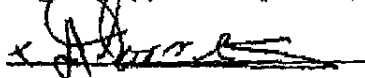
ARTICLES VI INCORPORATOR(S)

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

PRESIDENT- DORIS TORRES, 2800 N.W 27TH AVENUE MIAMI FLA 33142

IN WITNESS WHEREOF, the undersigned incorporator(s) has (have) executed these Articles of Incorporation this 28 day of JUNE 2004.

Signature(s) of Incorporator(s)



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**CERTIFICATE DESIGNATING
REGISTERED AGENT/ REGISTERED OFFICE**

Pursuant to the provisions of section 607.325 Florida Statutes, the undersigned corporation, organized under the law of State of Florida, submits the following statement in designating the registered office/registered agent, in the State of Florida.

1. The name of this corporation is:

EL SOL SUPERCLUB INC

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

DORIS TORRES

2800 N.W 27TH AVENUE
(P.O BOX NOT ACCEPTABLE)

MIAMI FLA 33142
(CITY/STATE/ZIP)

SIGNATURE

[Signature]

TITLE

PRESIDENT

DATE 06/28/2004

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.

SIGNATURE

[Signature]
(REGISTERED AGENT)

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