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SECRETARY OF STATE  
DIVISION OF CORPORATIONS

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Florida Department of State  
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To:  
Division of Corporations  
Fax Number : (850)205-0381

From:  
Account Name : CORPORATE CREATIONS INTERNATIONAL INC.  
Account Number : 110432003053  
Phone : (305) 672-0686  
Fax Number : (305) 672-9110

FLORIDA PROFIT CORPORATION OR P.A.

Red Rain Systems Corp.

Certificate of Status	1
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DIVISION OF CORPORATION

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**EFFECTIVE DATE**  
9-20-04

## ARTICLES OF INCORPORATION

### Article I. Name

The name of this Florida corporation is:  
Red Rain Systems Corp.

### Article II. Address

The Corporation's mailing address is:  
Red Rain Systems Corp.  
1300 Brickell Avenue  
Miami FL 33131

### Article III. Registered Agent

The name and address of the Corporation's registered agent is:  
Milagros A. Sanchez  
1300 Brickell Avenue  
Miami FL 33131

### Article IV. Board of Directors

The name of each member of the Corporation's Board of Directors is:  
Milagros A. Sanchez

The affairs of the Corporation shall be managed by a Board of Directors consisting of no less than one director. The number of directors may be increased or decreased from time to time in accordance with the Bylaws of the Corporation. The election of directors shall be done in accordance with the Bylaws. The directors shall be protected from personal liability to the fullest extent permitted by applicable law.

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Article V. Capital Stock

The Corporation shall have the authority to issue 2,000 shares of common stock, par value \$.01 per share.

Article VI. Incorporator

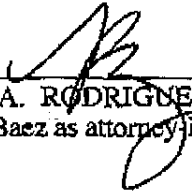
The name and address of the incorporator is:

Jose A. Rodriguez  
100 SE 2nd Street  
Suite 2900  
Miami FL 33131

Article VII. Corporate Existence

These Articles of Incorporation shall become *effective* and the corporate existence will begin on September 20, 2004.

The undersigned incorporator executed these Articles of Incorporation on September 22, 2004.

  
\_\_\_\_\_  
JOSE A. RODRIGUEZ  
by T. Baez as attorney-in-fact

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**CERTIFICATE OF DESIGNATION  
REGISTERED AGENT/OFFICE**


**CORPORATION:**

Red Rain Systems Corp.

**REGISTERED AGENT/OFFICE:**

Milagros A. Sanchez  
1300 Brickell Avenue  
Miami FL 33131

I agree to act as registered agent to accept service of process for the corporation named above at the place designated in this Certificate. I agree to comply with the provisions of all statutes relating to the proper and complete performance of the registered agent duties. I am familiar with and accept the obligations of the registered agent position.

  
\_\_\_\_\_  
MILAGROS A. SANCHEZ  
by T. Baez as attorney-in-fact

Date: September 22, 2004

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