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Florida Department of State
Division of Corporations
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To:

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

From:

Account Name : BUSINESS WORLD TRANSACTIONS, INC.
Account Number : 104512000707
Phone : (305) 266-4080
Fax Number : (305) 221-2388

js

10/28/04

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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FLORIDA PROFIT CORPORATION OR P.A.

MR. GRIN MAGNETS, CORP.

Certificate of Status	0
Certified Copy	0
Page Count	04
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ARTICLES OF INCORPORATION

The undersigned incorporator(s), for the purpose of forming a corporation under the Florida Business Act, hereby adopt(s) the following Articles of Incorporation.

ARTICLE I

NAME

The name of the corporation shall be MR. GRIN MAGNETS, CORP.

ARTICLE II

PRINCIPAL OFFICE

The principal place of business and mailing address of this corporation shall be:

20 ISLAND AVE #212
MIAMI BEACH, FL. 33139

ARTICLE III

SHARES

The number of shares of stock that this corporation is authorized to have outstanding at any one time is: One Thousand (1,000) shares of One Dollar (\$1.00) par value common stock, which shall be designated [COMMON SHARES.]

ARTICLE IV

INITIAL REGISTERED AGENT AND STREET ADDRESS

The name and address of the initial registered agent is:

NORMA A. KRAVETZ
20 ISLAND AVE #212
MIAMI BEACH, FL. 33139

Prepared by: NORMA A. KRAVETZ
20 ISLAND AVE #212
MIAMI BEACH, FL. 33139
786 3576728

Electronically Sent By: BUSINESS WORLD TRANSACTIONS, INC.
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ARTICLE V
INCORPORATOR(S)

The name(s) and street address(es) of the incorporator(s) to these Articles of Incorporation is(are):

NORMA A. KRAVETZ
20 ISLAND AVE #212
MIAMI BEACH, FL. 33139


DIRECTOR & PRESIDENT

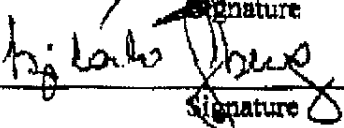
IZI C. GRINBERG
5445 COLLINS AVE #1519
MIAMI BEACH, FL. 33140

DIRECTOR & VICEPRESIDENT

The undersigned incorporator(s) has(have) executed these Articles of Incorporation this

25 day of OCTOBER, 2004



Signature


Signature

Signature

NOTE: Affixing an officer title after a signature of an incorporator does not constitute the designation of officers.

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**CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT/REGISTERED OFFICE**

PURSUANT TO THE PROVISIONS OF SECTION 617.0501, 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 is: MR. GRIN MAGNETS CORP.

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

NORMA A. KRAVETZ
20 ISLAND AVE # 212
MIAMI BEACH, FL 33139

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 as

registered agent and agree to act in this capacity. I further agree to comply with the provisions 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)

(DATE) 10-25-04

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