

FROM: [illegible] (WEB NO: 17 04) (ST 23: /No. 007) [illegible]
P04000156984

Florida Department of State
Division of Corporations
Public Access System

Electronic Filing Cover Sheet

Note: Please print this page and use it as a cover sheet. Type the fax audit number (shown below) on the top and bottom of all pages of the document.

(((H04000229555 3)))

Note: DO NOT hit the REFRESH/RELOAD button on your browser from this page. Doing so will generate another cover sheet.

To:

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

From:

Account Name : KALKAS BUSINESS SERVICES
Account Number : I19980000015
Phone : (305)577-9716
Fax Number : (305)577-9718

FLORIDA PROFIT CORPORATION OR P.A.

Sunapee Watches & Timepieces Corp.

Certificate of Status	0
Certified Copy	0
Page Count	03
Estimated Charge	\$70.00

04 NOV 17 AM 8:41
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Electronic Filing Menu

Corporate Filing

Public Access Help

Handwritten signature/initials
11/18/04

FROM

(WED) NOV 17 2004 23:44/ST. 23:43/No. 6884432071 P 2

H04000229555

ARTICLES OF INCORPORATION OF

Sunapee Watches & Timepieces Corp.

(Name of Corporation)

ARTICLE I - NAME

The name of this corporation is:

Sunapee Watches & Timepieces Corp.

with the principal place of business located at:

10813 SW 29 St.
Miami, FL 33172

ARTICLE II - PURPOSE

This corporation shall have perpetual existence and it may engage in any and all lawful businesses under the laws of the United States and the State of Florida.

ARTICLE III - CAPITAL STOCK

The corporation is authorized to issue 1,000 shares of common stock of no par value each share.

ARTICLE IV - INITIAL REGISTERED OFFICE

The street address of the Registered Office of this corporation is:

245 SE 1st St. Ste 311
Miami, FL 33155

The name of the initial Registered Agent of this corporation is:

Martti Kalkas

H04000229555

04 NOV 17 AM 8:41
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FROM

(WED) NOV 17 2004 23:44/ST. 23:43/No. 6834432071 P 3

H04000229555

ARTICLE V - INITIAL BOARD OF DIRECTORS

This corporation shall have one (1) director initially. The number of directors may be either increased or diminished from time to time by the by-laws, but shall never be less than one (1). The initial director of this corporation is:

Fabio Marciano de Campos; President, Secretary, Treasurer
10813 SW 29 St., Miami, FL 33172

Ying Hau Wang; Director
10813 SW 29 St., Miami, FL 33172

ARTICLE VI - INCORPORATORS

The name of and address of the persons signing this article are:

Fabio Marciano de Campos
10813 SW 29 St., Miami, FL 33172

ARTICLE VII - INDEMNIFICATION

The corporation shall indemnify any officer or director, or any former officers or directors to the full extent permitted by law.

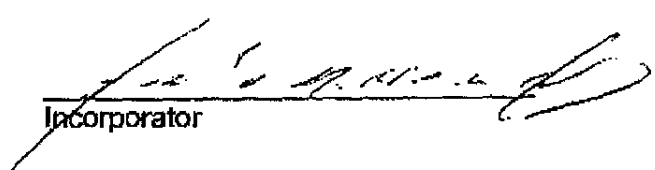
ARTICLE VIII - MANAGEMENT OF CORPORATION BY SHAREHOLDERS

All corporate powers shall be exercised by or under the authority of, and the business and affairs of this corporation shall be managed under the director of, or shareholders of this corporation.

ARTICLE IX - BY-LAWS

The power to adopt, alter, amend, or repeal by-laws shall be vested in the Board of Directors and the Shareholders.

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation this 16th day of November 2004.


Incorporator

H04000229555

FROM

(WED) NOV 17 2004 23:45/ST. 23:43/No. 6834432071 P 4

H04000229555

CERTIFICATE DESIGNATING THE ADDRESS AND AN
AGENT UPON WHOM PROCESS MAY BE SERVED

WITNESSETH:

That the Sunapee Watches & Timepieces Corp. desiring to organize under the laws of the State of Florida, which will have its principal office in the County of Miami-Dade State of Florida, has appointed

Martti Kalkas
245 SE1st St. Ste 311
Miami, FL 33131


as its agent to accept service of process within the state.

ACKNOWLEDGEMENT:

Having been named by the

Sunapee Watches & Timepieces Corp.

to accept service of process for the above stated corporation, at the place designated in this certificate, I hereby agree to act in the capacity of Registered Agent for the said corporation, and agree to comply with the applicable provision of the Florida Statutes, this 16th day of November 2004.



Registered Agent

H040000229555

04 NOV 17 AM 8:41
SECRETARY OF STATE
TALLAHASSEE FLORIDA