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From:
Account Name : WILLIAM J. STRANGE
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FLORIDA PROFIT CORPORATION OR P.A.

THE THIRTEEN GROUP, INC

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ARTICLE OF INCORPORATION
OF

THE THIRTEEN GROUP, INC

The undersigned Subscriber desiring to form a corporation in the State of Florida, hereby makes, signs, and subscribes these Articles of Incorporation in order to form a corporation under the laws of the State of Florida, and hereby adopts the following Articles of Incorporation for such corporation.

ARTICLE I - NAME

The name of the corporation shall be:

THE THIRTEEN GROUP, INC

The principal place of business of this corporation shall be:

1834 BRICKELL AVENUE., # 23
MIAMI, FLORIDA 33129

ARTICLE II - NATURE OF BUSINESS

This corporation may engage in or transact any or all lawful activities or 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 aggregated number of shares of stock and its value that this corporation is authorized to have outstanding at any one time is:

SHARES #	PAR VALUE	STOCK DESCRIPTION
500	\$1.00	Common Stock

ARTICLE IV - TERM OF EXISTENCE

This corporation shall have perpetual existence.

WILLIAM J. STRANGE
1325 S.W 87TH Ave. - Miami, Florida 33174
PHONE (305)267-2767
FAX (305)227-2775

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ARTICLE V - OFFICERS DIRECTORS

The name(s) and street address(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):

BOARD OF DIRECTORS:

OFFICER'S TITLE	NAME	ADDRESS
President:	RICARDO D. MARTINEZ- ABREU	1834 BRICKELL AVENUE., # 23 MIAMI, FLORIDA 33129
Secretary:	DIEMA T. DIAZ LEDZMA	1469 VICTORIA ISLE DRIVE WESTON, FLORIDA 33327
Treasury:	RICARDO D. MARTINEZ- ABREU	1834 BRICKELL AVENUE., # 23 MIAMI, FLORIDA 33129

ARTICLE VI - INCORPORATOR(S)

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

NAME	ADDRESS
RICARDO D. MARTINEZ-ABREU	1834 BRICKELL AVENUE., # 23 MIAMI, FLORIDA 33129

IN WITNESS WHEREOF, the undersigned Incorporator(s) has (have) executed these Articles of Incorporation this 23 day of NOVEMBER, 2004.

Signature(s) of Incorporator(s)

WILLIAM J. STRANGE
1325 S.W 87TH Ave. - Miami, Florida 33174
PHONE (305)267-2767
FAX (305)227-2775

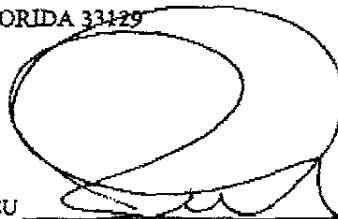
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ARTICLE VII

The name and post office addresses of each of the subscribers to this certificate of incorporation and the number of shares of stocks which each subscriber agrees to take, are as follows:

NAME	ADDRESS	NO. OF SHARES
RICARDO D. MARTINEZ-ABREU	1834 BRICKELL AVENUE., # 23 MIAMI, FLORIDA 33129	500



SUBSCRIBER: RICARDO D. MARTINEZ-ABREU

WILLIAM J. STRANGE
1325 S.W 87TH Ave. - Miami, Florida 33174
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FAX (305)227-2775

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CERTIFICATE OF DESIGNATION
REGISTERED AGENT/REGISTERED OFFICE

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

1. The name of the corporation:

THE THIRTEEN GROUP, INC

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

NAME

RICARDO D. MARTINEZ-ABREU

ADDRESS1834 BRICKELL AVENUE.,
23
MIAMI, FLORIDA 33129

SIGNATURE

TITLE

PRESIDENT

DATE

11/23/04

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

DATE

11/23/04.

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