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2005 APR 14 A 8:34
STATE OF FLORIDA
TALLAHASSEE

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FLORIDA PROFIT CORPORATION OR P.A.

w.c. traffic safety products, inc.

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Certificate of Status	0
Certified Copy	1
Page Count	03
Estimated Charge	\$78.75



FLORIDA DEPARTMENT OF STATE

Glenda E. Hood
Secretary of State

April 14, 2005

EMPIRE

SUBJECT: W.C. TRAFFIC SAFETY PRODUCTS, INC.
REF: W05000018810

We received your electronically transmitted document. However, the document has not been filed. Please make the following corrections and refax the complete document, including the electronic filing cover sheet.

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Becky McKnight
Document Specialist
New Filings SectionFAX Aud. #: E05000090702
Letter Number: 805A00025451

405 000090702 ARTICLES OF INCORPORATION

FILED

The Undersigned incorporator, for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopts the following articles of Incorporation

APR 14 A 8:34

ARTICLE I NAME

The name of the corporation shall be:

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

W.C. TRAFFIC SAFETY PRODUCTS, INC.

ARTICLE II PRINCIPAL OFFICE

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

7721 NW 7TH STREET, SUITE No. 701
Miami, Fl 33126

ARTICLE III PURPOSE

The Corporation is organized for the purpose of transacting any or all-lawful business for corporations organized under The Florida Business Corporation Act of the State of Florida.

ARTICLE IV SHARES

The number of shares of stock that this corporation is authorized to issue is 1000 shares of common stock with a par value of \$1 per share

ARTICLE V- INITIAL REGISTERED AGENT AND STREET ADDRESS

The name and Florida street address of the initial registered agent are:

WILLIAM O. CELY MANOSALBA
7721 NW 7TH STREET, SUITE No. 701
Miami, Fl 33126

ARTICLE VI INCORPORATORS

The name and address of the incorporator to these Articles of Incorporation are:

WILLIAM O. CELY MANOSALBA
7721 NW 7TH STREET, SUITE No. 701
Miami, Fl 33126

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ARTICLE VII INITIAL BOARD OF DIRECTORS

The corporation shall have three directors initially. The number of directors may be either increased or decreased from time to time as provided in the Bylaws of the corporation, but shall never be less than three. Each director shall have one vote and all major corporate decisions, including any amendments to these articles of incorporation, require 100% of the votes for approval. The names and address of the initial directors are as follows:

WILLIAM O. CELY MANOSALBA
7721 NW 7TH STREET, SUITE No. 701
Miami, FL 33126

FREDY CELY MANOSALBA
CALLE 74, EDIFICIO LOS TULIPANES
APARTAMENTO No. 12-B
PANAMA, REP. DE PANAMA

INGRID J. MORALES AREVALO
CALLE 74, EDIFICIO LOS TULIPANES
APARTAMENTO No. 12-B
PANAMA, REP. DE PANAMA

ARTICLE VIII OFFICERS

The names, titles and addresses of the officers of the corporation shall be as follows:

- 1.) **PRESIDENT:** **WILLIAM O. CELY MANOSALBA**
7721 NW 7TH STREET, SUITE No. 701
Miami, FL 33126
- 2.) **VICE-PRESIDENT:** **FREDY CELY MANOSALBA**
CALLE 74, EDIFICIO LOS TULIPANES
APARTAMENTO No. 12-B
PANAMA, REP. DE PANAMA
- 3.) **SECRETARY:** **INGRID J. MORALES AREVALO**
CALLE 74, EDIFICIO LOS TULIPANES
APARTAMENTO No. 12-B
PANAMA, REP. DE PANAMA

ARTICLE IX EFFECTIVE DATE

The effective date of this corporation will be:

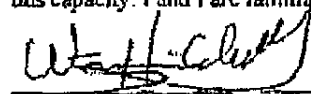
April 12th, 2005



Signature / Incorporator

April 12, 2005
Date

Having been named as registered agent 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 and I am familiar with and accept the obligations of my position as registered agent.



Signature / Registered Agent

April 12th, 2005
Date

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