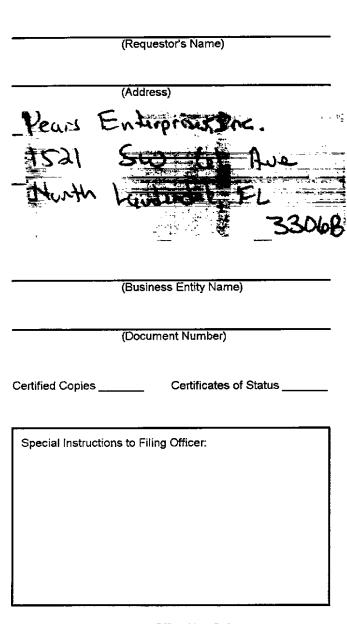
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# ARTICLES OF INCORPORTATION

SECRETARY OF STATE TALLAHASSEE, FLORIDA 05 SEP 20 AM 10: 26

OF

# PEARS ENTERPRISES, INC.

The undersigned for the purpose of forming a corporation under the Florida General Corporation Act, does hereby adopt the following Articles of Incorporation.

#### ARTICLE I - NAME

The name of the corporation is PEARS ENTERPRISES, INC.

# **ARTICLE II - TERM**

The duration of the Corporation is perpetual. The date and time of the commencement of corporate existence is when the Articles are received in the office of the Secretary of State.

#### **ARTICLE III - PURPOSE**

The corporation may engage in any or all business permitted under the laws of the United States and State of Florida.

#### ARTICLE IV - CAPITAL STOCK

The aggregate number of shares which the corporation is authorized to issue is **ONE HUNDRED** (100) **SHARES** of common stock. Such shares shall be of a single class and shall have a par value of **ONE** (\$ 1.00) Dollar per share.

#### **ARTICLE V - REGISTERED AGENT AND ADDRESS**

The initial street address of the registered office of this corporation in the State of Florida shall be:

1521 SW 61 ST AVE.

NORTH LAUDERDALE, FLORIDA 33068

The registered agent shall be HECTOR ZEA.

### **ARTICLE VI - DIRECTORS**

The number of directors constituting the initial Board of Directors of the corporation is TWO (2). The number of directors may be either increased or decreased from time to time by the Bylaws but shall never be less than one. The name and address of each person who is to serve as a member of the initial Board of Directors is:

HECTOR ZEA

1521 SW 61 ST AVE.

NORTH LAUDERDALE, FLORIDA 33068

WALTER GOZZER-SING

1521 SW 61 ST AVE.

NORTH LAUDERDALE, FLORIDA 33068

### ARTICLE VII - INCORPORATORS

The name and address of the incorporator is:

**HECTOR ZEA** 

1521 SW 61 ST AVE.

NORTH LAUDERDALE, FLORIDA 33068

WALTER GOZZER-SING

1521 SW 61 ST AVE.

NORTH LAUDERDALE, FLORIDA 33068

#### **ARTICLE VIII - BYLAWS**

The power to adopt, alter amend or repeal the Bylaws shall be vested in the Board of Directors.

#### **ARTICLE IX - AMENDMENT**

This corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment thereto, and any right conferred upon the shareholders is subject to this reservation.

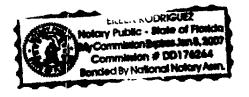
IN WITNESS WHEREOF, I have hereto set my hand and seal this 9th day of September 2005.

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STATE OF FLORIDA
COUNTY OF BROWARD

I HEREBY CERTIFY that on this 9 Th day of September 2005, before me, an officer duly authorized in the State and County aforesaid to take acknowledgements, personally appeared HECTOR ZEA, to be known to be the person described in and who executed the foregoing instrument and acknowledged before me that they executed the same on this 9th day of September, 2005.

NOTARY PUBLIC, STATE OF FLORIDA



# CERTIFICATE DESIGNATING PLACE OF BUSINESS, DOMICILE FOR THE SERVICE OF PROCESS WITHIN FLORIDA, NAMING AGENT UPON WHOM PROCESS MAY BE SERVED

In compliance with Section 48.091, Florida Statues, the following is submitted:

PEARS ENTERPRISES, INC. desiring to organize or qualify under the laws of the State of Florida, with its principle office at 1521 SW 61 ST AVE, NORTH LAUDERDALE, FLORIDA 33068, has named HECTOR ZEA as its agent to accept service of process within the State of Florida.

# **ACKNOWLEDGMENT**

Having been named to accept service of process of the above named corporation, at the place designated in this Certificate, I hereby accept to act in this capacity, and further agree to comply with the provisions of all statute's relative to the proper and complete performance of my duties.

Registered Agent