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May 18, 2007

CORPORATION NAME (S) AND DOCUMENT NUMBER (S):

Knowles Enterprises Limited

Filing Evidence

- ☐ Plain/Confirmation Copy
- ☒ Certified Copy

Retrieval Request

- ☐ Photocopy
- ☐ Certified Copy

Type of Document

- ☐ Certificate of Status
- ☐ Certificate of Good Standing
- ☐ Articles Only
- ☐ All Charter Documents to Include
Articles & Amendments
- ☐ Fictitious Name Certificate
- ☐ Other

NEW FILINGS	
	Profit
	Non Profit
	Limited Liability
X	Domestication
	Other

AMENDMENTS	
	Amendment
	Resignation of RA Officer/Director
	Change of Registered Agent
	Dissolution/Withdrawal
	Merger

OTHER FILINGS	
	Annual Reports
	Fictitious Name
	Name Reservation
	Reinstatement

REGISTRATION/QUALIFICATION	
	Foreign
	Limited Liability
	Reinstatement
	Trademark
	Other

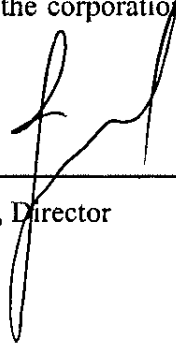
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SECRETARY OF STATE
DIVISION OF CORPORATIONS
07 MAY 18 PM 12:09

CERTIFICATE OF DOMESTICATION

The undersigned, Ari Loeb, an authorized Director of Knowles Enterprises Limited, a foreign Corporation, in accordance with F.S. 607.1801 does hereby certify:

1. The date on which corporation was formed was February 20th, 2003.
2. The jurisdiction where the above named corporations was first formed, incorporated, or otherwise came into being was the British Virgin Islands.
3. The name of the corporation immediately prior to the filing of this Certificate of Domestication was Knowles Enterprises Limited.
4. The name of the corporation, as set forth in its Articles of Incorporation to be filed pursuant to s. 607.0202 and 607.0401 with this certificate, is Knowles Ventures, Inc.
5. The jurisdiction that constituted the seat, siege, social principal place of business or central administration of the corporation, or any other equivalent thereto under applicable law immediately prior to the filing of the Certificate of Domestication was the British Virgin Islands.
6. Attached are Florida Articles of Incorporation to complete the domestication requirements pursuant to s. 607.1801.

I am Ari Loeb, an authorized Director of Knowles Enterprises Limited, and I am authorized to sign this Certificate of Domestication on behalf of the corporation and have done so this the 10th day of May, 2007.



Ari Loeb, Director

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ARTICLES OF INCORPORATION
OF
KNOWLES VENTURES, INC.

The undersigned hereby forms a corporation under Chapter 607 of the laws of the State of Florida.

ARTICLE I. NAME

The name of the corporation shall be Knowles Ventures, Inc. The address of the principal office of this corporation shall be 20201 E. Country Club Drive, # 1807, Aventura FL 33180, and the mailing address of the corporation shall be the same.

ARTICLE II. NATURE OF BUSINESS

A This corporation may engage or transact in 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 maximum number of shares of stock the corporation is authorized to have outstanding at any one time is 50,000 shares all of which shall be classified as common stock and have a par value of \$1.00 each.

ARTICLE IV. REGISTERED AGENT

The street address of the initial registered office of this corporation shall be 1500 San Remo Avenue, Suite 125, Coral Gables, FL 33146, and the name of the initial registered agent of the corporation at that address is Atrium Registered Agents, Inc.

ARTICLE V. TERM OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE VI. OFFICERS AND DIRECTORS

The name and address of the initial Officers and the Directors are:

Ari LoebI - President and Director
20201 E. Country Club Drive, #1807
Aventura FL 33180

Elena LoebI - Secretary and Director
20201 E. Country Club Drive, #1807
Aventura FL 33180

ARTICLE VII. INCORPORATOR

The name and address of the incorporator of these Articles of Incorporation is:

Ari LoebI
20201 E. Country Club Drive, #1807
Aventura FL 33180

IN WITNESS WHEREOF, the undersigned incorporator has hereunto set his hand and seal on the 10th day of May, 2007.



ARI LOEBL

CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT/REGISTERED OFFICE

PURSUANT TO THE PROVISIONS OF SECTION 607.0501, FLORIDA STATUTES, THE UNDERSIGNED CORPORATION, ORGANIZED UNDER THE LAWS OF THE STATE OF FLORIDA, SUBMITS THE FOLLOWING STATEMENT DESIGNATING ITS REGISTERED OFFICE/REGISTERED AGENT IN THE STATE OF FLORIDA.

1. The name of the corporation is:

KNOWLES VENTURES, INC.
2. The name and address of the registered agent and office is:

ATRIUM REGISTERED AGENTS, INC.
1500 SAN REMO AVENUE
SUITE 125
CORAL GABLES, FL 33146

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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 RELATIVE TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES, AND I AM FAMILIAR WITH AND ACCEPT THE DUTIES AND OBLIGATIONS OF MY POSITION AS REGISTERED AGENT.

ATRIUM REGISTERED AGENTS, INC.

By:


SHAWN P. WOLF, Vice President

Date: May 15, 2007