P070006/557

	(Requestor's Name)			
	(Address)	•		
-	(Address)			
	(City/State/Zip/Phone #)			
PICK-UP	WAIT	MAIL		
	(Business Entity Name)			
(Document Number)				
Certified Copies	Certificates of S	tatus		
Special Instructions to Filing Officer:				

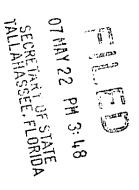
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TRANSMITTAL LETTER

Department of State Division of Corporations P.O. Box 6327 Tallahassee, FL 32314

SUBJECT: Hudson Bay International Corp., a BVI corporation

Enclosed is an original and one (1) copy of the Certificate of Domestication and a check for:

FEES:

Certificate of Domestication \$50.00
Articles of Incorporation and Certified Copy
Total to domesticate and file \$128.75

OPTIONAL:

Certificate of Status \$8.75

FROM: Robert R. Adams, Esq., Adams Gallinar, P.A.

Name (printed or typed)

1200 Brickell Avenue, Suite 900

Address

Miami, Florida 33131

City, State & Zip

(305) 416-6820

Daytime Telephone Number

CERTIFICATE OF DOMESTICATION

The undersigned, *Robert R. Adams		Authorized Signatory			
	(Name)	(Title)			
of	Hudson Bay International Corp.	a for	eign corporation,		
in a	(Corporation Name) accordance with s. 607.1801, Florida Statutes, does hereb	by certify:			
1.	The date on which corporation was first formed was Jar	nuary 27	, 1997		
2.	•				
	came into being was British Virgin Islands				
3.	The name of the corporation immediately prior to the filing of this Certificate of Domestication was Hudson Bay International Corp.				
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 Hudson Bay International Corp.				
5.	The jurisdiction that constituted the seat, siege social, or principal place of business or central administration of the corporation, or any other equivalent jurisdiction under applicable law, immediately before the filing of the Certificate of Domestication was British Virgin Islands				
6.	Attached are Florida articles of incorporation to comple to s. 607.1801.	te the domestication req	uirements pursuant		
I a	m Robert R. Adams , of Adams Gallinar, P.A.				
ani	d am authorized to sign this Certificate of Domestication	on behalf of the corpora	tion and have done		
	this the 30 day of April (Authorized Signat		, _2007		
			-1 O		
	Filing Fee: Certificate of Domestication Articles of Incorporation and Certific Total to domesticate and file	\$50.00 ed Copy \$78.75 \$128.75	T MAY 22 PM 3: SECRETARSEE.FL		

ARTICLES OF INCORPORATION

IN COMPLIANCE WITH CHAPTER 607, F.S.

ARTICLE I NAME

THE NAME OF THE CORPORATION SHALL BE: Hudson Bay International Corp.

FILED

07 MAY 22 PM 3: 48

SECRETARY OF STATE TALLAHASSEE, FLORIDA

ARTICLE II PRINCIPAL OFFICE

THE PRINCIPAL PLACE OF BUSINESS/ MAILING ADDRESS IS: c/o 1200 Brickell Avenue Suite 900 Miami, Florida 33131

ARTICLE III PURPOSE

THE PURPOSE FOR WHICH THE CORPORATION IS ORGANIZED:

- (1) To transact any lawful business for which corporations may be incorporated under the Florida General Corporation Act.
- (2) To do such other things as are incidental to the foregoing or necessary or desirable in order to accomplish the foregoing.

ARTICLE IV SHARES

THE NUMBER OF SHARES OF STOCK IS: 50,000

ARTICLE V INITIAL DIRECTORS AND/ OR OFFICERS

THE NAME(S) AND ADDRESS(ES) AND SPECIFIC TITLES:

Guillermo U. Gomez Galofre - Director, President, Secretary & Treasurer

Guillermo A. Gomez Lozano - Director, Vice President

Manuel E. Gomez - Director, Vice President

ARTICLE VI INITIAL REGISTERED AGENT AND STREET ADDRESS

THE NAME AND FLORIDA STREET ADDRESS (P.O. BOX NOT ACCEPTABLE) OF THE REGISTERED AGENT IS:

AGI Registered Agents, Inc. 1200 Brickell Avenue, Suite 900 Miami, Florida 33131

ARTICLE VII INCORPORATOR

THE NAME AND ADDRESS OF THE INCORPORATOR IS:

AGI Registered Agents, Inc. 1200 Brickell Avenue, Suite 900 Miami, Florida 33131

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 AM FAMILIAR WITH AND ACCEPT THE APPOINTMENT AS REGISTERED AGENT AND AGREE TO ACT IN THIS CAPACITY.

Signature Registered Agent

Date

Signature/Incorporator

4/30/07 Date