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To:

Division of Corporations

Fax Number : (850) 617-6381

From:

Account Name : EMPIRE CORPORATE KIT COMPANY

Account Number : 072450003255 Phone : (305)634-3694

Phone : (305)634-3694 Fax Number : (305)633-9696

FLORIDA PROFIT/NON PROFIT CORPORATION

sapoara corporation

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ARTICLES OF INCORPORATION

(6)

OF

SAPOARA CORPORATION

ARTICLE I.

NAME

The name of the Corporation is SAPOARA CORPORATION.

ARTICLE II.

TERM OF CORPORATE EXISTENCE

The Corporation shall exist perpetually unless dissolved according to law and such existence shall commence at the time the filing of the Articles of Incorporation by the Department of State.

ARTICLE III.

PERMITTED ACTIVITY

The Corporation shall engage in any activity of business permitted under the laws of the United States and of the State of Florida.

Manfred Rosenow, Esq. 601 SW, 57th Avenue, Suite B Miami, Florida 33144 Fla. Bar No. 0831638

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ARTICLE IV.

AUTHORIZED SHARES

The aggregate number of shares which the Corporation shall have authority to issue shall be One Thousand (1000) of voting common stock with \$ 1.00 par value per share.

ARTICLE V.

PREEMPTIVE RIGHTS DENIED

No holder of any shares of the Corporation shall have any preemptive right to purchase, subscribe for or otherwise acquire any share of the Corporation of any class now or hereafter authorized, or any securities, exchangeable for or convertible into such shares, or any warrants or any instrument evidencing rights or options to subscribe for, purchase, or otherwise acquire such shares.

ARTICLE VI.

PRINCIPAL OFFICE

The address of the principal office of the Corporation is 8850 Fontainebleau Blvd, # 305 Miami, Florida 33172.

ARTICLE VII.

REGISTERED OFFICE AND AGENT

The initial registered office of the Corporation is 601 SW. 57th Avenue, Suite B. Miami, Florida 33144. The initial registered agent at that address is Manfred Rosenow, Esq.

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CERTIFICATE OF DESIGNATION

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 IN DESIGNATING THE REGISTERED AGENT IN THE STATE OF FLORIDA:

1. THE NAME OF THE CORPORATION IS:

SAPOARA CORPORATION

2. THE NAME AND ADDRESS OF THE REGISTERED AGENT IS:

Manfred Rosenow, Esq. 601 SW. 57th Avenue. Suite B Mlami, Florida 33144

SIGNATURE

MANFRED ROSENOW, Esq.

T. TERLEY

TITLE:

INCORPORATOR

DATE:

September 18, 2008

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 OF REGISTERED AGENT AND AGREE TO ACT IN THIS CAPACITY. I FURTHER AGREE TO COMPLY WITH THE PROVISION OF ALL STATUTES RELATING TO THE PROPER AND COMPLETE PERFOMANCE OF MY DUTIES, AND I AM FAMILIAR WITH AND ACCEPT THE OBLIGATIONS OF MY POSITION AS REGISTERED AGENT.

SIGNATURE

MANFRED ROSENOW, Esq.

DATE:

September 18, 2008

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