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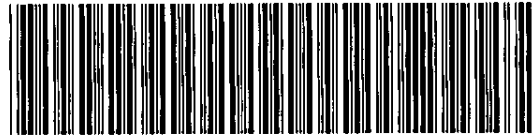
(Business Entity Name)

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DEPARTMENT OF STATE
DIVISION OF CORPORATE REAHASSE, FLORIDA
TALLAHASSEE, FLORIDA

J. Shivers OCT 26 2009

LAZARUS

CORPORATE FILING SERVICE

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CORPORATION NAME(S) & DOCUMENT NUMBER(S), (if known):

1. MONTECARLO USA, corp.
(Corporation Name) (Document #)
2. _____
(Corporation Name) (Document #)
3. _____
(Corporation Name) (Document #)
4. _____
(Corporation Name) (Document #)

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FILED

- ☒ Walk in ☒ Pick up time 2:00
☐ Mail out ☐ Will wait ☐ Photocopy

- ☒ Certified Copy
☐ Certificate of Status

NEW FILINGS

- ☒ Profit
☐ Not for Profit
☐ Limited Liability
☐ Domestication
☐ Other

AMENDMENTS

- ☐ Amendment
☐ Resignation of R.A., Officer/Director
☐ Change of Registered Agent
☐ Dissolution/Withdrawal
☐ Merger

OTHER FILINGS

- ☐ Annual Report
☐ Fictitious Name

REGISTRATION/QUALIFICATION

- ☐ Foreign
☐ Limited Partnership
☐ Reinstatement
☐ Trademark
☐ Other

PLEASE
FILED
OCT. 23, 09
TO BE
THANKS

Examiner's Initials

**ARTICLES OF INCORPORATION
OF
MONTECARLO USA, CORP.**

The undersigned incorporator (s) hereby forms the following corporation under the laws of the State of Florida:

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SECRETARY OF STATE
TALLAHASSEE, FL 32304

ARTICLE I

NAME:

MONTECARLO USA, CORP.

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

**6355 NW 36 ST. Ste. 407
Virginia Gardens, FL 33166**

ARTICLE II

PURPOSE:

The corporation is organized to engage in any and all business permitted under the laws of the State of Florida.

ARTICLE III

CAPITAL STOCK:

The maximum number of shares of stocks which this corporation is authorized to issue is 5000 shares of \$ 1.00 par value, common stock. Said shares of stock may be issued only for a consideration having a fair value as may be determined by the board of directors.

ARTICLE IV

TERM OF EXISTENCE:

This corporation is to exist perpetually from the date these Articles are filed with the Department of State, subject to the laws of the State of Florida.

ARTICLE V

REGISTERED AGENT AND OFFICE:

This initial Registered Agent and the principal address of the initial Registered Office of this corporation shall be:

**MARIA BELEN GUERRA
283 E 52 St.
Hialeah, FL 33013**

ARTICLE VI

DIRECTORS:

This corporation shall have one (1) director initially. The number of directors may be changed from time in accordance with by-law adopted by the directors, but the number shall never be less than one (1). The name and street address of the initial director of the corporation is:

MARIA BELEN GUERRA

President

283 E 52 St.

Hialeah, FL 33013

ARTICLE VII

INCORPORATORS:

The name and street address of the incorporators are:

MARIA BELEN GUERRA

283 E 52 St.

Hialeah, FL 33013

ARTICLE VIII

PREEMPTIVE RIGHTS:

Every shareholder, upon the sale for cash of any new stock of this corporation of the same kind, class or series as that which he already holds shall have the right to purchase his prorata share thereof (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

ARTICLE IX

CUMULATIVE VOTING:

At each election for Directors, cumulative voting by shareholders as set forth in Florida Statutes, Chapter 607.097 (4) shall be allowed.

ARTICLE X
AMENDMENT:

These Articles of Incorporation may be amended in the manner provided by Law. Every amendment shall be approved by the Board of Directors, proposed by them to the stockholders and approved at a stockholder's meeting by at least a majority of the stock entitled to vote, unless all of the directors and all of the stockholders sign a written statement manifesting their intention that a certain amendment of these Articles of Incorporation be made.

IN WITNESS WHEREOF, the undersigned incorporators have hereunto set its hands and seals this 19 day of October 2009.-


MARIA BELEN GUERRA

ACCEPTANCE BY REGISTERED AGENT:

Having been named to accept service of process for the above named corporation, at the place designed in these Articles, I hereby accept this appointment and agree to comply with the provisions of Chapter 48.091 Florida Statutes, relative to keeping open said offices.


MARIA BELEN GUERRA
REGISTERED AGENT

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