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RAFAEL MOREL MBA CPA
Division of Corporations

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Florida Department of State
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To:

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From:

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Account Number : 070402002741
Phone : (305) 677-3781
Fax Number : (305) 433-7300

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FLORIDA PROFIT/NON PROFIT CORPORATION
GWENNY PENNY, INC

Certificate of Status	1
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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ARTICLES OF INCORPORATION

OF

GWENNY PENNY, INC.

The undersigned incorporator (s), for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopt(s) the following Articles of Incorporation.

ARTICLE I NAME

The name of the corporation shall be:

GWENNY PENNY, INC.

ARTICLE II PRINCIPAL OFFICE

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

15123 S.W. 11 LANE
MIAMI, FLA. 33194

ARTICLE III CAPITAL STOCK

The number of shares of stock that this corporation is authorized to have outstanding at any time is: 1000 SHARES, ONE DOLLAR PAR VALUE PER SHARE.

ARTICLE IV-PREEMPTIVE RIGHTS

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

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ARTICLE V-INITIAL REGISTERED AGENT AND ADDRESS

The name and address of the initial registered agent is:

MYRIAM LLOYD
15123 S.W. 11 LANE
MIAMI, FLORIDA 33194

ARTICLE VI

INITIAL BOARD OF DIRECTOR(S)

This corporation shall have (2) (two) directors initially. The number of directors may be either increased or diminished from time to time by the By-Laws, but shall never be less than one. The name(s) and address(es) of the initial director(s) on this corporation is (are):

MYRIAM LLOYD
15123 S.W. 11 LANE
MIAMI, FLORIDA 33194

ANA CRISTINA TEAGUE
15123 S.W. 11 LANE
MIAMI, FLORIDA 33194

ARTICLE VII

OFFICER(S) AND SUBSCRIBER(S)

The officer(s) and subscriber(s) of this corporation is as follow:

MYRIAM LLOYD	PRESIDENT/DIRECTOR/TREASURER/SECRETARY
ANA CRISTINA TEAGUE	DIRECTOR

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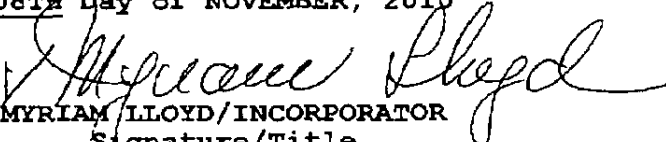
ARTICLE VIII

INCORPORATOR(S)

The name(s) and street address(es) of the incorporator(s) to these Articles of Incorporation is (are):

MYRIAM LLOYD
15123 S. W. 11 LANE
MIAMI, FLA. 33194

The undersigned has (have) executed these Articles of Incorporation this 08TH Day of NOVEMBER, 2010


MYRIAM LLOYD/INCORPORATOR
Signature/Title

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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 office/registered agent, in the state of Florida.

1. The name of the corporation is: GWENNY PENNY, INC.

The name and address of the registered agent and office is:

MYRIAM LLOYD
(NAME)

15123 S.W. 11 LANE
(ADDRESS)

MIAMI, FLA. 33194
(CITY/STATE/ZIP)

SIGNATURE

TITLE

DATE November 8, 2010

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

SIGNATURE

DATE November 8, 2010

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