

H95000019350

TO: DIVISION OF CORPORATIONS
DEPARTMENT OF STATE
STATE OF FLORIDA
409 EAST GAINES STREET
TALLAHASSEE, FL 32399
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FROM: EMPIRE CORPORATE KIT COMPANY
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DOCUMENT TYPE: FLORIDA PROFIT CORPORATION OR P.A.
NAME: THE SAND ART FACTORY, INC.
FAX AUDIT NUMBER: H95000002716
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TALLAHASSEE, FLORIDA
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**ARTICLES OF INCORPORATION
OF**

The Sand Art Factory, INC.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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:

The Sand Art Factory, INC.

ARTICLE II PRINCIPAL OFFICE

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

221 S.W. 136 Avenue
Miami, FL. 33184

ARTICLE III SHARES

The number of shares that this corporation is authorized to have outstanding at any one time is:

1000 shares, each share having a maximum par value of \$1.00

ARTICLE IV INITIAL REGISTERED AGENT AND STREET ADDRESS

The name and address of the initial registered agent is:

Maria Elena Estelles
221 S.W. 136 Avenue
Miami, FL. 33184

PREPARED BY
RAYMOND ALBO, ESQ. FLORIDA BAR ID#392952
10121 SW 108 ST.
MIAMI, FL 33176 (305) 274 2172

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ARTICLE V INCORPORATOR(S)

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

Juan Estelles (President)
221 S.W. 136 Avenue
Miami, FL. 33184

Maria Elena Estelles (Executive Vice President)
221 S.W. 136 Avenue
Miami, FL. 33184

ARTICLE VI PURPOSE OF CORPORATION

The corporation shall engage in any activity or business permitted under the laws of the U.S. and the State of Florida

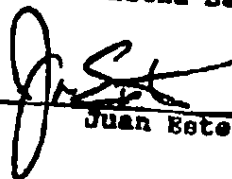
ARTICLE VII TERM OF EXISTENCE

The corporation shall have perpetual existence.

The undersigned incorporators have executed these Articles of Incorporation this 8th day of March, 1995.



Maria Elena Estelles



Juan Estelles

H 9500000 2716

CERTIFICATE OF DESIGNATION OF

REGISTERED AGENT/REGISTERED OFFICE

PURSUANT TO THE PROVISIONS OF SECTION 607.0501 OR 617.0501, 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: The Sand Art Factory, INC.
2. The name of and address of the registered agent and office is:

Maria Elena Estelles
221 S.W. 136 Avenue
Miami, FL. 33184

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.



Maria Elena Estelles

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