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DEPARTMENT OF STATE
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((H95000004391))) DOCUMENT TYPE: FLORIDA PROFIT CORPORATION OR P.A.
NAME: SECRET SOCIETY, INC.
FAX AUDIT NUMBER: H95000004391
DATE REQUESTED: 04/19/1995
CERTIFIED COPIES: 1
NUMBER OF PAGES: 7
ESTIMATED CHARGE: \$122.50

CURRENT STATUS: REQUESTED
TIME REQUESTED: 12:24:48
CERTIFICATE OF STATUS: 0
METHOD OF DELIVERY: FAX
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EFFECTIVE DATE
4-18-95

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

A 4/20

APR 19 1995



FLORIDA DEPARTMENT OF STATE
Sandra B. Northam
Secretary of State

April 19, 1995

EMPIRE CORPORATE KIT COMPANY

MIAMI, FL

SUBJECT: SECRET SOCIETY, INC.
REF: H96000008441

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Loria Poole
Corporate Specialist

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FLORIDA DEPARTMENT OF STATE

Sandra B. Morham
Secretary of State

April 20, 1995

EMPIRE CORPORATE KIT COMPANY

MIAMI, FL

SUBJECT: SECRET SOCIETY, INC.
REF: W95000008441

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You failed to make the correction(s) requested in our previous letter.

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Loria Poole
Corporate Specialist

FAX Aud. #: H95000004391
Letter Number: 795A00018593

Division of Corporations - P.O. Box 6327 - Tallahassee, Florida 32314

Prepared by:
Bertila Pozo, P.A.
F1 Bch-881856
3271 NW 7 St #214
Miami, FL 33125
305-644-9338

**ARTICLES OF INCORPORATION OF
SECRET SOCIETY, INC.**

FILED
95 APR 20 PM 12:44
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned, for the purposes of forming a corporation under the Florida General Corporation Act, hereby adopts the following Articles of Incorporation.

EFFECTIVE DATE
4-18-95

Article I. NAME

The name of this corporation is: SECRET SOCIETY, INC.

ARTICLE II. DURATION

This corporation shall have perpetual existence, commencing on the date of execution and acknowledgement of these Articles.

ARTICLE III. PURPOSE

The corporation may transact any and all lawful business for which corporations may be incorporated under the Florida General Corporation Act.

ARTICLE IV. CAPITAL STOCK

The aggregate number of shares which the corporation has the authority to issue is One Hundred (100), all of which shall be common shares with a par value of One Dollar (\$1.00).

ARTICLE V. PRE-EMPTIVE RIGHTS

Every shareholders, upon the sale for cash of any new stock of

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this corporation of the same kind, class or series as that which she or he already holds, shall have the right to purchase his or her pro rata share (as nearly as may be done without the issuance of fractional shares at the price at which it is offered to others).

ARTICLE VI. INITIAL REGISTERED AGENT AND OFFICE

The name and address of the initial Registered Agent of this corporation is:

BERTILA POZO, ESQ.
3371 NW 7th Ave. #214
Miami, FL 33128

The principal place of business and office of this corporation is:

8005 W 6th Ave. #C
Miami, FL 33014

ARTICLE VII. INITIAL BOARD OF DIRECTORS

This corporation shall have one director initially who shall serve until his successors, if any, are selected at the shareholder's annual meeting. If and when so permanently constituted, the number of directors of the Board of Directors of the Corporation may be either increased or diminished from time to time in the by-laws but shall never be less than one. The name and address of the initial Director of this corporation is:

FRANCISCO MARTIN
8005 W 6th Ave. #C
Miami, FL 33014

ARTICLE VIII. INITIAL OFFICERS

The name and address of the initial officers of this

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corporation is/are:

President: FRANCISCO MARTIN
8008 W 6th Ave. #C
Miami, FL 33014

Vice/President: HENRISTO FERNANDES
13449 SW 62nd Street
Miami, FL 33183

Secretary: FRANCISCO MARTIN
8008 W 6th Ave. #C
Miami, FL 33014

Treasurer: ILEANA CANO
6770 Indian Creek Drive #11E
Miami Beach, FL 33141

ARTICLE IX. INCORPORATION

The name and address of the person signing these Articles of incorporation is:

FRANCISCO MARTIN
8008 W 6th Ave. #C
Miami, FL 33014

ARTICLE X. BY-LAWS

The power to adopt, alter amend or repeal by-laws shall be vested in the shareholders of this corporation.

ARTICLE XI. RESTRICTIONS ON TRANSFER OF STOCK

Shares of capital stock of this corporation shall be issued initially at the first organizational meeting of this Corporation. Shares held by the initial shareholders may not be resold or otherwise transferred to other persons unless first offered to the remaining shareholder or to this corporation. The price and terms at which, and the time within which, those shares may be offered and sold shall be further specified by written agreement among all the shareholders of this corporation.

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ARTICLE XII. ~~MANAGEMENT OF CORPORATION BY SHAREHOLDERS~~

All corporation powers shall be exercised by, or under the authority of, and the business affairs of this corporation shall be managed under the direction, of the shareholders of this corporation.

ARTICLE XIII. ~~MEETINGS BY CONFERENCE TELEPHONE~~

Shareholders, officers and directors of the corporation may participate in special or regular meetings of said individuals by means of conference telephone as provided by law.

ARTICLE XIV. ~~INDemnIFICATION~~

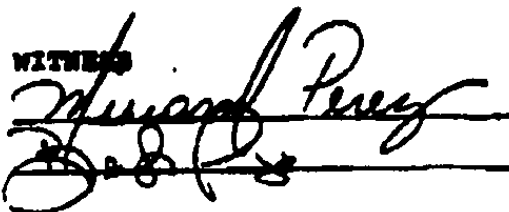
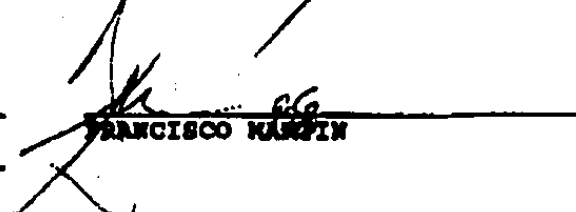
The corporation shall indemnify any officer, or any former officer, to the full extent permitted by law.

ARTICLE XV. ~~AMENDMENT~~

Amendments to the Certificate of Incorporation may be proposed by any member of the corporation and shall be adopted upon a unanimous vote of the shareholders.

IN WITNESS WHEREOF, the undersigned subscribers have executed these Articles of Incorporation this th day of April, 1993.

WITNESSES

FRANCISCO MARTIN

STATE OF FLORIDA

COUNTY OF DADE

ss:

THE FOREGOING INSTRUMENT was acknowledged before me this 18th

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day of April 1995, by FRANCISCO MARTIN who is personally known to me or who has produced his Florida driver's license as identification and who did take an oath.

IN WITNESS WHEREOF, I have hereunto set my hand and seal this

18th

day of

April

, 1995.

My commission expires:

Notary Public

ACCEPTANCE OF REGISTERED AGENT



NOTARY PUBLIC
My Commission Expires
October 18th, 1998
Issued by 1041
000-000-0000

In pursuance of Chapter 607.34 Florida Statutes, the following is submitted, in compliance with said Act:

First that SECRET SOCIETY, INC., desiring to organize under the laws of the State of Florida with its principal office as indicated in the articles of incorporation at City of Hialeah, Dade County, State of Florida has named Bartila Pozo, esq. located at 3271 N.W. 7th Street, Suite 314, Miami, FL 33125, City of Miami, County of Dade, State of Florida, as its agent to accept service of process within this state.

ACKNOWLEDGEMENT

Having been named to accept service of process for the above stated corporation, at place designated in this certificate. I hereby accept to act in this capacity, and agree to comply with the provisions of said Act relative to keeping open said office.

By:

Bartila Pozo, esq.
Registered Agent

FILED
9 APR 20 PM 12:44
SECRETARY OF STATE
TALLAHASSEE, FLORIDA