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(((H95000004760))) ELECTRONIC FILING COVER SHEET
TO: DIVISION OF CORPORATIONS FROM: EMPIRE CORPORATE KIT COMPANY
DEPARTMENT OF STATE 1492 W FLAGLER ST
STATE OF FLORIDA SUITE 200
409 EAST GAINES STREET MIAMI FL 33135-
TALLAHASSEE, FL 32399 CONTACT: RAY STORMONT
FAX: (904) 922-4000 PHONE: (305) 541-3694
FAX: (305) 541-3770

(((H95000004760))) DOCUMENT TYPE: FLORIDA PROFIT CORPORATION OR P.A.
NAME: MITCHELL 2 INTERNATIONAL; INC.
FAX AUDIT NUMBER: H95000004760 CURRENT STATUS: REQUESTED
DATE REQUESTED: 04/27/1995 TIME REQUESTED: 15:20:39
CERTIFIED COPIES: 1 CERTIFICATE OF STATUS: 0
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TALLAHASSEE, FLORIDA

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SECRETARY OF STATE
TALLAHASSEE, FLORIDAARTICLES OF INCORPORATION

of

MITCHELL 2 INTERNATIONAL, INC.

ARTICLE I - CORPORATE NAME & ADDRESS

The name and address of the corporation is ,
Mitchell 2 International, Inc., c/o Accounting and Business Consultants, Inc.
790 E. Broward Blvd., Suite 302, Ft. Lauderdale, Fl 33301.

ARTICLE II - DURATION

The corporation shall have perpetual existence.

ARTICLE III - PURPOSE

This corporation is organized for the purpose of transacting any
or all lawful business.

ARTICLE IV - CAPITAL STOCK

This corporation is authorized to issue ten thousand (10,000)
shares of One Dollar (\$1.00) par value common stock.

ARTICLE V - 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 pro rata
share thereof (as nearly as may be done without issuance of
fractional shares) at the price at which it is offered to others.

ARTICLE VI - INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this
corporation is 1007 N. Federal Highway, #84, Ft. Lauderdale, Fl 33304
and the name of the
initial registered agent of this corporation at that address
is Gregory N. Mitchell.
Stanley S. Feinerman, Enrolled Agent (305) 462-6045
790 E. Broward Blvd., Suite 302
Ft. Lauderdale, Fl 33301

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ARTICLE VII - INITIAL BOARD OF DIRECTORS

This corporation shall have two directors initially. The number of Directors may be either increased or diminished from time to time by the Bylaws but shall never be less than one. The name and address of the initial directors of this corporation is:

Name: Gregory N. Mitchell
Address: 1007 N. Federal Highway, #84
Ft. Lauderdale, FL 33304
Name: E. Janette Mitchell
Address: same

ARTICLE VIII - INCORPORATOR

The name and address of the person signing these Articles is Gregory N. Mitchell, 1007 N. Federal Highway, #84, Ft. Lauderdale, FL 33304.

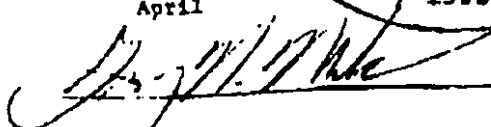
ARTICLE IX - INDEMNIFICATION

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

ARTICLE X - AMENDMENT

This corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment hereto, and any right conferred upon the shareholders is subject to this reservation.

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation this 27th Day of April 1993.



, President

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CERTIFICATE DESIGNATING (OR CHANGING) PLACE OF BUSINESS OR
DOMICILE FOR THE SERVICE OF PROCESS WITHIN THIS STATE, NAMING
AGENT UPON WHOM PROCESS MAY BE SERVED.

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

First that Mitchell 2 International, Inc. desiring to organize under the laws of the State of Florida with its principle office, as indicated in the Articles of Incorporation at the City of Ft. Lauderdale County of Broward, State of Florida has named Gregory N. Mitchell located at 1000 N. Federal Highway, #84, Ft. Lauderdale, FL 33304 County of Broward, State of Florida, as its agent to accept service of process within the state.

ACKNOWLEDGEMENT:

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

By: 

Registered Agent

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STATE OF FLORIDA:

COUNTY OF Broward :

BEFORE ME, a Notary Public authorized to take acknowledgments in the state and county set forth above, personally appeared Gregory M. Mitchell known to me and known by me to be the person who executed the foregoing Articles of Incorporation, or who has produced identification as shown below and did take an oath and who acknowledged his/her execution of the foregoing Articles of Incorporation to be his/her free act and deed.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my seal, in the state and county aforesaid, this 27th Day of April, 1995.

Barbara Cheney
Notary Public
State of Florida at Large:



NOTARY CHECK ONE:

- (X) PERSON SIGNING DOCUMENT PERSONALLY KNOWN TO ME
() PERSON SIGNING DOCUMENT PROVIDE THE FOLLOWING FORM OF IDENTIFICATION:

Type: _____
Serial No.: _____

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TALLAHASSEE, FLORIDA

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