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TO: DIVISION OF CORPORATIONS
DEPARTMENT OF STATE
STATE OF FLORIDA
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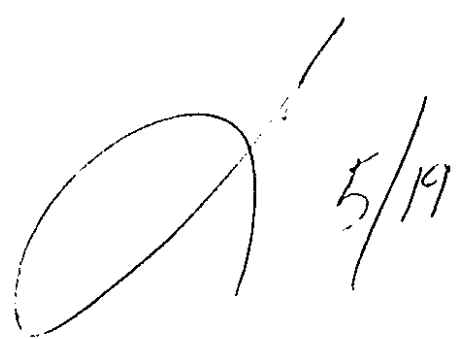
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DOCUMENT TYPE: FLORIDA PROFIT CORPORATION OR P.A.
NAME: BLUE SPHERE TRADING, CORP.
FAX AUDIT NUMBER: H95000005861
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION
OF

BLUE SPHERE TRADING, CORP.

THE UNDERSIGNED, has executed the following document as
incorporator of the above named corporation, a corporation
organized under the laws of the State of Florida, and all rights,
duties and obligations of the undersigned as incorporator, and
those of the corporation, are to be determined in accordance with
the laws of the State of Florida.

ARTICLE I

NAME

The name of the corporation is:

Blue Sphere Trading, Corp.

2242 S.W. 105th Court

Miami, FL 33165

ARTICLE II

DURATION

This corporation shall commence existence upon the filing of
these Articles of Incorporation by the Department of State, State
of Florida, and shall have perpetual existence.

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ARTICLE III

PURPOSE

The purpose is to engage in any activities or business permitted under the laws of the United States of The State of Florida.

ARTICLE IV

CAPITAL STOCK

The aggregate number of shares which the corporation shall have authority to issue is the total sum of 500 shares, having an individual par value of \$ 1.00 unless otherwise stated in these articles, or in an amendment to these articles, there shall be only (1) class of stock of this corporation.

ARTICLE V

PRINCIPAL OFFICE AND/OR MAILING ADDRESS

The principal office of the corporation is: 2242 S.W. 103th Court, Miami, FL 33165, and the mailing address of the corporation is the same.

ARTICLE VI

INITIAL REGISTERED AGENT AND REGISTERED OFFICE

The name and street address of the initial registered Agent and initial registered office of this corporation is:

- a) Registered Agent : Pablo Data
- b) Registered Agent office : 2242 S.W. 103th Court
Miami, FL 33165

ARTICLE VII

INITIAL BOARD OF DIRECTORS

This corporation shall have (1) director initially. The number of Directors may be either increased or decreased from time to time by an amendment of the bylaws of the corporation in the manner provided by law, but shall never be less than one. The name and address of the initial Director(s) of this corporation are :
Director : Pablo Data, 2242 S.W. 105th Court, Miami, FL 33165

ARTICLE VIII

INCORPORATOR

The name and address of the incorporator executing these articles of Incorporation is:

Pablo Data, 2242 S.W. 105th Court, Miami, FL 33165

ARTICLE IX

AMENDMENT OF ARTICLES

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

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ARTICLE X

PREEMPTIVE RIGHTS

The holders of the common stock of this corporation shall have preemptive rights to purchase, at prices, terms and conditions that shall be fixed by the Board of Directors, such of the shares of the stock of this corporation as may be issued for money (money or any property or services) from time to time, in addition to that stock authorized (and issued) by the corporation. The preemptive right of any holder is determined by the ratio of the authorized (authorized and issued) shares of common stock held by the holder to all shares of common stock currently authorized (authorized and issued).

IN WITNESS WHEREOF, the undersigned incorporator has executed these articles of Incorporation this 19th day of May, 1995.



Pablo Data

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ACCEPTANCE OF APPOINTMENT AS REGISTERED AGENT

Having been named as the Registered Agent for the above corporation for the purpose of accepting service of process at the registered office designated in the Articles of Incorporation, I accept such appointment and am familiar with and accept the obligations provided for in Section 607.325, Florida Statutes.

DATED this 19th day of May, 1995.


Pablo Data

Prepared by: Fernando Lorente & Associates, Inc.
8560 S.W. 89th Avenue
Miami, FL 33173
(305) 274-2858

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95 MAY 19 PM 4:22
SECRETARY OF STATE
TALLAHASSEE, FLORIDA