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FAX: (305) 541-3770

(((H95000007927))) DOCUMENT TYPE: FLORIDA PROFIT CORPORATION OR P.A.
NAME: AVENTURA PRIZE INVESTMENTS, INC.
FAX AUDIT NUMBER: H95000007927 CURRENT STATUS: REQUESTED
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**CERTIFICATE OF INCORPORATION
OF
AVENTURA PRIZE INVESTMENTS, INC.**

The undersigned subscribers to these Articles of Incorporation, each a natural person competent to contract, hereby associate themselves together to form a corporation under the laws of the State of Florida.

ARTICLE I. NAME

The name of this corporation is: **Aventura Prize Investments, Inc.**

ARTICLE II. NATURE OF THE BUSINESS

The general nature of this business to be transacted by this corporation is: Any legal business in the State of Florida or in The United States.

To conduct business in, have one or more offices in and sell import, export, buy, hold, mortgage, convey, lease, construction and building or otherwise dispose of real and personal property, including patents, franchises, copyrights, trademarks, and licenses, in the State of Florida, and in all other states and countries.

To conduct debts and borrow money, issue and sell or pledge bonds, debentures, notes and other evidences of property, or other instruments to secure the payment to corporate indebtedment as required.

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Prepared by:
Carlos Solano
1626 Alton Rd.
Miami Beach, FL 33139
(305) 674-1681

To purchase the corporate assets of any other corporation and engage in the same or other character of business.

To guarantee, endorse, purchase, hold, sell, transfer, mortgage, pledge or otherwise acquire or dispose of shares of the capital stock of, or any bonds, securities, or other evidences of indebted created by any other corporation of the State of Florida or any other state or government, and while owner of such stock, to exercise all the rights, powers and privileges of ownership, including the right to vote such stock.

ARTICLE III. CAPITAL STOCK

The maximum number of shares of stock this corporation is authorized to have outstanding at any time is 10,000 (Ten Thousand) shares of common stock having a nominal of \$1.00 Par/value.

ARTICLE IV. INITIAL CAPITAL

The amount of capital with which this corporation will begin business with is \$ 1,000.00 (One Thousand 00/100.)

ARTICLE V. TERM OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE VI. ADDRESS

The initial post office address of this corporation is

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the State of Florida is: 7440 Harding Ave, Suite 402-A, Miami Fla. 33141.

The Board of Directors may, from time to time move the principal office to any other office in Florida.

ARTICLE VII. DIRECTORS

The corporation shall have One Director initially the number of directors may be increased or diminished from time to time, by by-laws adopted by the stockholders, but shall never be less than one (1).

ARTICLE VIII. SUBSCRIBERS

The name and post office address of each subscriber to these Articles of Incorporation are:

Enilson Vasconcelos

President
Secretary

ARTICLE IX. REGISTERED OFFICE AND REGISTERED AGENT

The registered office shall be at 7440 Harding Ave, Suite 402-A, Miami Beach, Fla. 33141 and the registered agent being Enilson Vasconcelos.

ARTICLE X. AMENDMENT

The articles of Incorporation may be amended in the manner provided by laws. Every amendment shall be approved

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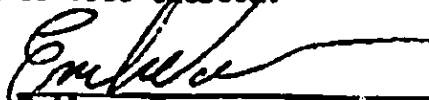
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by the Board of directors proposed by them to the stock-
holders, and approved at a stockholders meeting by a
majority of the stock entitled to vote thereon.


Eulisen Vasconcelos
President - Secretary

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CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE OR THE SERVICE OF PROCESS WITHIN FLORIDA, NAMING AGENT UPON PROCESS MAY BE SERVED.

In compliance with section 607.34 Florida Statutes, The following is submitted, in compliance with said Act:

FIRST: That, Aventura Prize Investments, Inc. desiring to organize or qualify under the laws of the State of Florida with its principal office, as indicated in the articles incorporation at City Miami Beach, County of Dade, and State of Florida has hereby named Enilson Vasconcelos of 7440 Harding Ave. Suite 402-A, Miami Beach, Fl. 33141 as its agent to accept services of process within this state.

ACKNOWLEDGMENT:

Having been named to accept service of process for the above stated corporation, at the place designated in this certificate.

I hereby agree to act in this capacity, and I further agree to comply with the provision of said Act relative to keeping open said office.



**Enilson Vasconcelos.
Register Agent.**

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STATE OF FLORIDA

) SS

COUNTY OF DADE

I HEREBY CERTIFY : That on this day, before me, a Notary Public the undersigned authority, duly authorize to administer oaths and take acknowledgments, personally appeared, Enilson Vasconcelos of Aventura Prime Investments, Inc. a Florida Corporation.

Who after being duly sworn, executed the foregoing Articles of Incorporation and acknowledge before me that the subscribers to these Articles on Incorporation.

IN WITNESS WHEREOF , I have hereunto set my hand and official seal at Miami, said County and State, on this 26 day of the month of June, 1998.

[Signature]
NOTARY PUBLIC SEAL.

MY COMMISSION EXPIRES:

OFFICIAL NOTARY SEAL
CARLOS SOLANO
NOTARY PUBLIC STATE OF FLORIDA
COMMISSION NO. 00340724
MY COMMISSION EXP. JAN. 5, 1998

FILED
JUL 13 1998
TALLAHASSEE, FLORIDA

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