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TO: DIVISION OF CORPORATIONS FROM: EMPIRE CORPORATE KIT COMPANY
DEPARTMENT OF STATE 1492 W FLAGLER ST
STATE OF FLORIDA SUITE 200
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FAX: (904) 922-4000 PHONE: (305) 541-3604
FAX: (305) 541-3770
DOCUMENT TYPE: FLORIDA PROFIT CORPORATION OR P.A.
NAME: QUICK TOOTH PASTE, INC.
FAX AUDIT NUMBER: H95000010050 CURRENT STATUS: REQUESTED
DATE REQUESTED: 09/11/1995 TIME REQUESTED: 11:02:39
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ARTICLES OF INCORPORATION
OF
QUICK TOOTH PASTE, INC.

The undersigned, in order to form a corporation for the purposes hereinafter stated, by and under the provisions of the Statutes of the State of Florida, do hereby subscribe to these Articles of Incorporation.

ARTICLE I - NAME

The name of this corporation is:

QUICK TOOTH PASTE, INC.

PRINCIPAL OFFICE

1325 N.W. 23rd Court
Miami, Florida 33125

ARTICLE II - DURATION

This corporation shall have perpetual existence.

ARTICLE III - PURPOSE

This corporation is organized for the following purposes:

- a) For the manufacture, invention, distribution of all kinds of devices, machines, machinery, etc.
- b) Generally to make and performs contracts of any kind and description, and for the purpose of attaining any of the objects of the corporation, to invention, purchase, sell, operate, reconstruct, repair, own, hold, import, export general merchandise, personal property of every kind, nature and description wheresoever located, both tangible and intangible and including choses in action, either as broker, owner or factor.
- c) In the purchase, invent, discover, sell, or acquisition of general merchandise, business rights or franchise, or for any other objective in or about its business affairs and without limit as to amount; to incur debts and to raise, borrow and secure the payment of money in any lawful manner, including the issue and sale or other disposition of bonds, evidences of indebtedness, whether secured by merchandise, inventions, mortgage, pledge or otherwise. The corporation may issue its stock for any lawful purpose, including the acquisition of any other entity.

PREPARED BY:
JESUS VALDEZ
ACCOUNTANT
4344 SW 7th St.
Miami, FL 33134
Phone 446-0106

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(305) 446-0106

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ARTICLE IV - POWER

This corporation shall have all of the corporate powers enumerated in the Florida General Corporation Act.

ARTICLE V - CAPITAL STOCK

This corporation is authorized to issue ONE HUNDRED (100) shares of ONE DOLLAR (\$1.00) par value each common stock, which shall be designated "Common Shares".

ARTICLE VI - PREEMPTIVE RIGHTS

Every shareholder upon the sale for cash of any new stock of this corporation shall have the right to purchase his prorata share thereof (as nearly as may be done without issuance of fractional shares) at the price at which is offered to others.

ARTICLE VII - INITIAL REGISTERED OFFICE AND AGENT

The street and address of the initial registered office of this corporation which at same time is the mailing address, shall be 1325 N.W. 23rd Court, Miami, County of Dade, Florida 33125, and the name of the initial registered agent of this corporation is JOAQUIN A. REIGOSA.

ARTICLE VIII - INITIAL BOARD OF DIRECTORS

This corporation shall have TWO (2) directors initially. The number of directors may be increased or diminished from time to time by the BY-LAWS.

The name and address of the initial directors of this corporation until the first annual meeting of shareholders or until their successors are elected and shall qualify are:

NAME

ADDRESS

JOAQUIN A. REIGOSA
President

1325 N.W. 23rd Court
Miami, Florida 33125

ALEJANDRO ARANGO
Secretary

2670 WEST 70TH PLACE
Hialeah, Florida 33016

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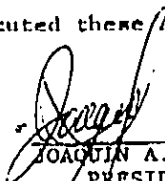
ARTICLE IX - AMENDMENT

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.

The private property of the stockholders of this corporation shall not be subject to the payment of the corporate debts in any extent whatever. The corporation shall have a first lien on the shares of its members and upon the dividends due them for any indebtedness of the corporation.

No person shall be required to own, hold or control stock in this corporation as a condition precedent to holding an office in the corporation.

IN WITNESS WHEREOF, the undersigned have executed these Articles of Incorporation this 8th day of September, 1995.


JOAQUIN A. REIGOSA
PRESIDENT


ALEJANDRO ARANGO
SECRETARY

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STATE OF FLORIDA)
)SS
COUNTY OF DADE)

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STATE OF FLORIDA
COUNTY OF DADE

BEFORE ME, a Notary Public, authorized to take acknowledgements in the State and County set forth above, personally appeared JOAQUIN A. REIGOSA and ALEJANDRO ARANGO, known to me and known by me to be the persons who executed the foregoing Articles of Incorporation, and they acknowledged before me that they executed those Articles of Incorporation.

IN WITNESS WHEREOF, I have herunto set my hand and affixed my official seal, in the State and County aforesaid, this 8th day of the month of September, 1995.

NOTARY PUBLIC
MY COMMISSION EXPIRES:

NOTARY PUBLIC
State of Florida at Large

HAVING BEEN NAMED TO ACCEPT SERVICES OF PROCESS FOR QUICK TOOTH PASTE, INC., AT THE PLACE DESIGNATED IN THE FOREGOING ARTICLES OF INCORPORATION, I HEREBY AGREE TO ACT IN THIS CAPACITY, AND I FURTHER AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATIVE TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES.

SIGNED THIS 8TH DAY OF SEPTEMBER, 1995.

JOAQUIN A. REIGOSA
RESIDENT-AGENT

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