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TO: DIVISION OF CORPORATIONS FROM: FAS-T CORP. AGENTS, INC.
DEPARTMENT OF STATE 8405 NW 53RD ST
STATE OF FLORIDA SUITE C-100
409 EAST GAINES STREET MIAMI FL 33166-
TALLAHASSEE, FL 32399 CONTACT: LIDIA FERNANDEZ
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DOCUMENT TYPE: FLORIDA PROFIT CORPORATION OR P.A.
NAME: P.H. PROMOTIONS, INC.
FAX AUDIT NUMBER: H96000000508 CURRENT STATUS: REQUESTED
DATE REQUESTED: 01/10/1996 TIME REQUESTED: 15:31:35
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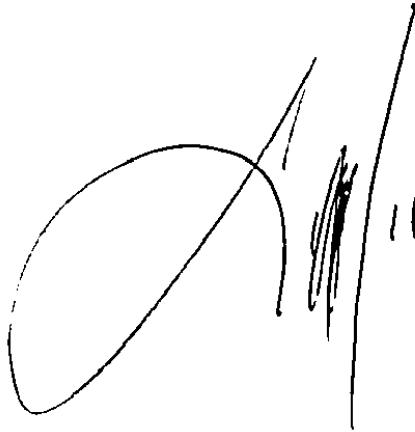
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ARTICLES OF INCORPORATION
OF

P.H. PROMOTIONS, INC.

The undersigned incorporator(s), for the purpose of forming a corporation under the Florida General Corporation Act, hereby adopt(s) the following Articles of Incorporation.

ARTICLE I NAME

The name of the corporation shall be:

P.H. PROMOTIONS, INC.

The principal place of business of this corporation shall be:

10250 S.W. 56TH ST. A-203
MIAMI, FL 33165

ARTICLE II NATURE OF BUSINESS

This corporation may engage in or transact any or all lawful activities or business permitted under the laws of the United States, the State of Florida, or any other state, country, territory or nation.

ARTICLE III CAPITAL STOCK

The aggregate number of shares of stock and its par value that this corporation is authorized to have outstanding at any one time is one hundred shares at five dollars par value.

ARTICLE IV TERM OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE V OFFICERS DIRECTORS

The name(s) and street address(es) of the initial officer(s) and director(s), if any, who shall hold office the first year of the corporation's existence or until their successor(s) is(are) elected, is(are):

DIRECTOR/ PRESIDENT	PEDRO HERNANDEZ 10250 S.W. 56TH A-203 MIAMI, FL 33165
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DIRECTOR/ VICE-PRESIDENT	DANIELA HERNANDEZ 10250 S.W 56TH A-203 MIAMI, FL 33165
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PREPARED BY: DANIELA HERNANDEZ
10250 S.W. 56TH ST A-203
MIAMI, FL 33165
305-598-6660

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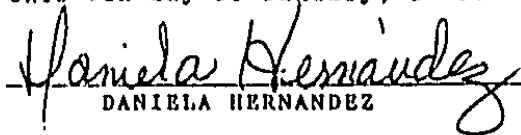
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ARTICLE VI INCORPORATOR(S)

The name(s) and street address(es) of the incorporator(s) to these articles of incorporation is(are):

DANIELA HERNANDEZ
10250 S.W. 36TH ST. A-203
MIAMI, FL 33165

The undersigned has (have) executed these Articles of Incorporation this 9th day of January, 1996.


DANIELA HERNANDEZ

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CERTIFICATE OF DESIGNATION
REGISTERED AGENT/REGISTERED OFFICE

Pursuant to the provisions of section 607.0501, Florida Statutes, the undersigned corporation, organized under the laws of the State of Florida, submits the following statement in designating the registered office/registered agent, in the State of Florida.

1. The name of the corporation is:

P.H. PROMOTIONS, INC.

2. The name and address of the registered agent and office is:

DANIELA HERNANDEZ
10250 S.W. 56TH ST. A-203
MIAMI, FL 33165

SIGNATURE

TITLE

DATE

Daniela Hernandez

V/P

1/9/96

HAVING BEEN NAMED AS REGISTERED AGENT AND TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY ACCEPT THE APPOINTMENT AS REGISTERED AGENT AND AGREE TO ACT IN THIS CAPACITY. I FURTHER AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATING TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES, AND AM FAMILIAR WITH AND ACCEPT THE OBLIGATION OF MY POSITION AS REGISTERED AGENT.

SIGNATURE

DATE

Daniela Hernandez

1/9/96

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