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(((H96000002271))) DOCUMENT TYPE: FLORIDA PROFIT CORPORATION OR P.A.

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**ARTICLES OF INCORPORATION
OF
AllJay, Inc.**

The undersigned incorporator, for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopts the following Articles of Incorporation.

**ARTICLE I
NAME**

The name of the corporation is AllJay, Inc.

**ARTICLE II
PRINCIPAL OFFICE**

The mailing address of this corporation is:

4115 Augusta Avenue
Cooper City, 33026

**ARTICLE III
PURPOSE**

The corporation is organized for the transaction of any and all lawful business for which a corporation may be incorporated under the laws of the state of Florida, including but not limited to the business, service and contracting of communication and application consulting.

**ARTICLE IV
CAPITAL STOCK**

The capital stock authorized, the par value thereof and the characteristics of such stock shall be as follows:

<u>Number of Shares Authorized</u>	<u>Par Value/Share</u>	<u>Class of Stock</u>
100	\$1.00	Common

Instrument Prepared By:
Emelita Figueroa Pupo
Attorney at Law
2320 SW 57 Avenue
Suite 203E
Miami, Florida 33155
Fla. Bar: 932906
905-862-0067

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**ARTICLE V
TERM OF EXISTENCE**

This corporation is to exist perpetually from the date these Articles are subscribed to the provisions of the Florida Statutes Sections 607.167.

**ARTICLE VI
INITIAL REGISTERED AGENT AND STREET ADDRESS**

The name and address of the initial registered agent is **CINDY CLAYTON**, and the address of the initial state registered office is 4115 Augusta Avenue, Cooper City, Florida 33026, pursuant to the Florida Statutes Section 607.0501 and 607.0505. The registered agent shall also serve as resident agent pursuant to Florida Statutes Section 48.091.

**ARTICLE VII
DIRECTORS**

The corporation shall have one (1) director initially. The number of directors may be changed from time to time in accordance with the by-laws adopted by the directors, but the number shall never be less than one (1). The name and street address of the initial directors of the corporation are:

ANGELO M. SANCHEZ
4115 Augusta Avenue
Cooper City, 33026

**ARTICLE VIII
INCORPORATOR**

The name and street address of the incorporator is:

CINDY CLAYTON
4115 Augusta Avenue
Cooper City, 33026

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**ARTICLE IX
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 X
CUMULATIVE VOTING**

At each election for directors, cumulative voting as set forth in Florida Statutes Section 607.097 (4) shall be allowed, provided ten (10) days' notice in writing be given the secretary of the company by the shareholder desiring cumulative voting.

**ARTICLE XI
INDEMNIFICATION**

This Corporation shall indemnify and may advance expenses on behalf of its officers and directors to the fullest extent not prohibited by any law in existence either now or hereafter.

IN WITNESS WHEREOF, the undersigned, being the Incorporator named above for the purpose of forming a corporation pursuant to the Florida Business Corporation Act of the State of Florida has signed these Articles of Incorporation this 15th day of February, 1996.


CINDY CLAYTON
Incorporator

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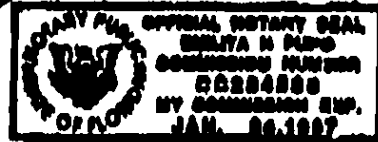
STATE OF FLORIDA

COUNTY OF DADE

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} SS:
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The foregoing instrument was acknowledged before me this 15th day of February, 1996, by Cindy Clayton personally known to me or who has produced the following identification: FL Dmv. Lic.

My commission expires:
(Seal) Notary Public for State of Florida at Large



ACCEPTANCE BY REGISTERED AGENT

Having been named to accept service of process from the above stated corporation at the place designated in Article VI, I hereby accept appointment and agree to comply with the provisions and all statutes relating to the proper and complete performance of my duties, and I am familiar and have accepted the obligation of my position as provided in Florida Statutes Section 607.0505.

Cindy Clayton
CINDY CLAYTON
Incorporator

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