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STATE OF FLORIDA SUITE 312
409 EAST GAINES STREET MIAMI BEACH FL 33139-00000
TALLAHASSEE, FL 32399 CONTACT: JOHNNY C MOURIQUEZ
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NAME: OPTIMA 2000 INC.
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**Articles of Incorporation
of
Optima 2000 Inc.**

Article I. Name

The name of this Florida corporation is:
Optima 2000 Inc.

Article II. Address

The mailing address of the Corporation is:
Optima 2000 Inc.
500-120 Eglinton Avenue East
Toronto ON M4P1E2 Canada

Article III. Capital Stock

The Corporation shall have the authority to issue 50,000,000 shares of common stock, par value \$.001 per share.

Article IV. Registered Agent

The name and address of the registered agent of the Corporation is:

Corporate Creations Enterprises, Inc.
4521 PGA Boulevard, Suite 211
Palm Beach Gardens FL 33418

Article V. Board of Directors

The affairs of the Corporation shall be managed by a Board of Directors consisting of no less than one director. The number of directors may be increased or decreased from time to time in accordance with the Bylaws of the Corporation.

Corporate Creations International Inc.
401 Ocean Drive • Suite 312 • Door Code #125
Miami Beach FL 33139-6629
(305) 672-0686

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The election of directors shall be done in accordance with the Bylaws. The directors shall be protected from personal liability to the fullest extent permitted by law. The name of each initial member of the Corporation's Board of Directors is:

J. Paul Hines
Harry Tan Hi Khim
William Kennedy
Terry Staples

Article VI. Incorporator

The name and address of the incorporator is:

Corporate Creations International Inc.
401 Ocean Drive • Suite 312 • Door Code #125
Miami Beach FL 33139-6629

Article VII. Corporate Existence

The corporate existence of the Corporation shall begin effective March 29, 1996

The authorized representative of the incorporator executed these Articles of Incorporation on March 29, 1996

Corporate Creations International Inc.

By: Joseph P. Mata
Joseph P. Mata Vice President

Corporate Creations International Inc.
401 Ocean Drive • Suite 312 • Door Code #125
Miami Beach FL 33139-6629
(305) 872-0688

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**CERTIFICATE OF DESIGNATION
REGISTERED AGENT AND REGISTERED OFFICE**

CORPORATION:
Optima 2000 Inc.

REGISTERED AGENT:
Corporate Creations Enterprises, Inc.
4521 PGA Boulevard, Suite 211
Palm Beach Gardens FL 33418

I agree to act as registered agent to accept service of process for the corporation named above at the place designated in this Certificate. I agree to comply with the provisions of all statutes relating to the proper and complete performance of the registered agent duties. I am familiar with and accept the obligations of the registered agent position.


Corporate Creations Enterprises, Inc.
Joseph P. Mata, Vice President

Date: March 29, 1996

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