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Department of State Division of Corporations P. O. Box 6327 Tallahassee, FL 32314

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SUBJ			noup Interna	tional Inc.	
	{1	Proposad corporate	nama - must include su	ffix)	
Enclos	sed is an original	and one (1) cop	by of the articles of i	ncorporation and a cho	DWEST OF S
	\$70.00 Filing Fee	:\$78.75 Filing Fee & Cerdficate	\$122,50 Filing Fee & Certified Copy	\$131.25 Filing Fee, Certified Copy & Certificate	Y OF SIALE JOSEORATIONS PH 2: 50
FROM: Jesus Edison Halquin & MARIA Elisona Holquin Name (printed or typed)					LHolgvin
		12103 5	W 105 Lane Address		
		Miami :	Florida 33	3186	51/16
			973-5855 e Telephone number		-41.
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NOTE: Please provide the original and one copy of the articles.

ARTICLES OF INCORPORATION FOR FLORIDA CORPORATION

pursuant to

Florida Statutes Section 607.0202

THE UNDERSIGNED natural person, acting hereby as Incorporator for the purpose of forming a Corporation for profit under the provisions of Section 607, Florida Business Corporation Act, of the Florida Statutes, does hereby adopt the following Articles of Incorporation:

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NAME OF CORPORATION, PRINCIPAL OFFICE AND MAILING ADDRESS

The name of this corporation is Designtex Group International, Incorporated. The principal office and mailing address of this corporation shall be:

12103 S.W. 105 Lane Miami, Florida 33186 (305) 596-3718

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PURPOSES

The corporation is organized for profit and its corporate purpose is to engage in any and all things in which a corporation organized under the laws of the State of Florida may engage, and to do everything necessary an proper in accomplishing the purposes herein set forth and to do anything incidental thereto which is not forbidden under the laws of the State of Florida.

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CAPITAL STOCK

a. The maximum number of shares of stock that the corporation is authorized to have outstanding at any time shall be 1000 shares of common stock at \$.01 per share par value.

b. The consideration to be paid for each share shall be payable in lawful money or property, labor or services.

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DURATION

The corporation shall have perpetual existence.

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REGISTERED AGENT

The address of this corporation's initial registered office is 12103 S.W. 105 Lane, Miami, Florida, 33186; and the name of its initial registered agent at said address is Jesus Edison Holguin.

VI

INCORPORATOR

The name and address of the Incorporators is as follows:

Jesus Edison Holguin 12103 S.W. 105 Lanc Miami, Florida 33186

VII

BOARD OF DIRECTORS

The corporation shall have a Board of Directors consisting of one person. The number of Directors may be increased or decreased from time to time by a resolution of the majority of the Stockholders but shall never be less than one. The name and address of the initial Director of this corporation is:

Jesus Edison Holguin 12103 S.W. 105 Lane Miami, Florida 33186

VIII

INFORMAL SHAREHOLDER ACTION

Any action of the Shareholders may be taken without a meeting if consent in writing setting forth the action so taken shall be signed by all the Shareholders entitled to vote

upon such action at a meeting and filed with the Secretary of the corporation as part of the corporate records.

IX

SEVERANCE AND TERMINATION OF EMPLOYMENT

If any officer, director, stockholder, agent of employee of this corporation becomes legally disqualified to render the professional services for which the corporation is organized, or accepts employment that places restrictions or limitations on his continued rendering of such professional services, he shall forthwith sever all employment with the corporation, and shall not thereafter participate or share, directly or indirectly, in any earnings or profits realized by the corporation on account of professional services. The corporation shall forthwith, upon such disqualification of any shareholder, purchase such shareholder's shares and pay him all amounts owing and lawfully due to him by the corporation, except that such shares shall not be entitled to dividends.

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INFORMAL DIRECTOR ACTION

If all the directors severally or collectively consent in writing to any action taken or to be taken by the corporation, and the writings evidencing their consent are file with the Secretary of the corporation, the action shall be as valid as though it had been authorized at a meeting of the Board of Directors.

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INDEMNIFICATION

The corporation shall indemnify any officer or director, or any former officer or director, to the full extent permitted by law.

AMENDMENT OF ARTICLES OF INCORPORTION

The Board of Directors and Stockholders shall have the power to amend the Articles of Incorporation in order to effect a change in the nature and purpose of the business authorized, so that this corporation shall have the power to conduct any business authorized by Chapter 607 of the Florida Statutes.

XIII

BYLAW AMENDMENT

The power to adopt, alter, amend or repeal the bylaws of this corporation shall be vested in the board of Directors and Stockholders provided that such amendment be in compliance with the laws of Florida governing a Corporation.

IN WITNESS WHEREOF, the undersigned Incorporator has executed these Articles of Incorporation in the State of Florida, this g^{th} day of April, 1996.

By my signature below, 1 hereby accept designation as registered agent.

Jesus Edison Holguin, Incorporator

Maria Elena Holguin, Incorporator

STATE OF FLORIDA }
COUNTY OF DADE }

BEFORE ME, the undersigned authority, personally appeared Jesus Edison & Maria Elena Holguin who are well known to be the persons described in and who executed the foregoing Articles of Incorporation as the Incorporators, and he/she

acknowledged to and before me that he/she executed the same for the uses and purposes therein mentioned and set forth.

IN WITNESS WHEREOF, I have hereunto set my hand and seal at Miami, Dade County, Florida, this 7 day of April, 1996.

OFFICIAL NOTARY SEAL EIXAR V RODRIGUEZ NOTARY PUBLIC STATE OF FLORIDA COMMISSION NO. CC437547 MY COMMISSION EXP. FEB. 2,1990

Notary Public

State of Florida

My Commission Expires: