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FLORIDA DIVISION OF CORPORATIONS

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TO: DIVISION OF CORPORATIONS

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DEPARTMENT OF STATE

PO BOX 14610

STATE OF FLORIDA

409 EAST GAINES STREET

FT. LAUDERDALE FL 33302-461099

TALLAHASSEE, FL 32399

CONTACT: KATHY E RASLER

FAX: (904) 922-4000

PHONE: (305) 763-1200

FAX: (305) 523-1952

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DOCUMENT TYPE: FLORIDA PROFIT CORPORATION OR P.A.

NAME: WIN-GATE EQUITY GROUP, INC.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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ARTICLES OF INCORPORATION
OF
WIN-GATE EQUITY GROUP, INC.

FILED
96 MAY 17 PM 5:18
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned, a natural person competent to contract, does hereby make, subscribe and file these Articles of Incorporation for the purpose of organizing a corporation under the laws of the State of Florida.

ARTICLE I
CORPORATE NAME

The name of this Corporation shall be: WIN-GATE EQUITY GROUP, INC.

ARTICLE II
PRINCIPAL OFFICE AND MAILING ADDRESS

The principal office and mailing address of the Corporation is 2782 N.E. Fifth Street, Pompano Beach, Florida 33062.

ARTICLE III
NATURE OF CORPORATE BUSINESS AND POWERS

The general nature of the business to be transacted by this Corporation shall be to engage in any and all lawful business permitted under the laws of the United States and the State of Florida.

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ROXANNE K. BEILLY, ESQ. #851450
ATLAS PEARLMAN TROP & BORKSON
200 E. Las Olas, Ste. 1900
Ft. Lauderdale, FL 33301
(954) 766-7843

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ARTICLE IV
CAPITAL STOCK

This Corporation is authorized to issue and have outstanding at any one time the maximum number of Twenty Million (20,000,000) shares of Common Stock having a par value of \$.001 per share, and Five Million (5,000,000) shares of Preferred Stock having a par value of \$.001 per share. Series of the Preferred Stock may be created and issued from time to time, with such designations, preferences, conversion rights, cumulative, relative, participating, optional or other rights, including voting rights, qualifications, limitations or restrictions thereof as shall be stated and expressed in the resolution or resolutions providing for the creation and issuance of such series of Preferred Stock as adopted by the Board of Directors pursuant to the authority in this paragraph given.

ARTICLE V

TERM OF EXISTENCE

This Corporation shall have perpetual existence.

ARTICLE VI
REGISTERED AGENT AND
INITIAL REGISTERED OFFICE IN FLORIDA

The Registered Agent and the street address of the initial Registered Office of this Corporation in the State of Florida shall be:

South Florida Registered Agents, Inc.
c/o Atlas, Pearlman, Trop & Borkson, P.A.
200 East Las Olas Boulevard, Suite 1900
Fort Lauderdale, FL 33301

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ARTICLE VII
BOARD OF DIRECTORS

This Corporation shall have one (1) Director Initially.

ARTICLE VIII
INITIAL DIRECTORS

The name and address of the Initial Director of this Corporation is:

Debra Janssen
2782 N.E. Fifth Street
Pompano Beach, Florida 33062

The person named as Initial Director shall hold office for the first year of existence of this Corporation, or until her successors are elected or appointed and has qualified, whichever occurs first.

ARTICLE IX
INCORPORATOR

The name and address of the person signing these Articles of Incorporation as the Incorporator is Debra Janssen, 2782 N.E. Fifth Street, Pompano Beach, Florida 33062.

ARTICLE X
INDEMNIFICATION

This Corporation may indemnify any director, officer, employee or agent of the Corporation to the fullest extent permitted by Florida law.


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ARTICLE XI
AFFILIATED TRANSACTIONS

This Corporation expressly elects not to be governed by Section 607.0901 of the Florida Business Corporation Act, as amended from time to time, relating to affiliated transactions.

IN WITNESS WHEREOF, the undersigned Incorporator has executed the foregoing Articles of Incorporation on the 16th day of May, 1986.


Debra Janssen, Incorporator

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**CERTIFICATE DESIGNATING REGISTERED AGENT
AND OFFICE FOR SERVICE OF PROCESS**

WIN-GATE EQUITY GROUP, INC., a corporation existing under the laws of the State of Florida with its principal office and mailing address at 2782 N.E. Fifth Street, Pompano Beach, Florida 33062, has named South Florida Registered Agents, Inc., whose address is c/o Atlas, Pearlman, Trop & Borkson, P.A., 200 East Las Olas Boulevard, Suite 1800, Fort Lauderdale, FL 33301 as its agent to accept service of process within the State of Florida.

ACCEPTANCE:

Having been named to accept service of process for the above named Corporation, at the place designated in this Certificate, I hereby accept the appointment as Registered Agent, and agree to comply with all applicable provisions of law. In addition, I hereby am familiar with and accept the duties and responsibilities as Registered Agent for said Corporation.

**SOUTH FLORIDA REGISTERED AGENTS, INC.,
a Florida corporation**

By: _____

Kathy Rasler, President

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TALLAHASSEE, FLORIDA

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