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DOCUMENT TYPE: FLORIDA PROFIT CORPORATION OR P.A.
NAME: INNOVATIONS WAY, CORP.
FAX AUDIT NUMBER: H90000007912
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ARTICLES OF INCORPORATION
OF
INNOVATIONS WAY, CORP.

The undersigned in order to form a Corporation for the purposes hereinafter stated, by and under the provisions of Statutes of the State of Florida, does hereby subscribe to these Articles of Incorporation.

ARTICLE I - NAME

The name of this Corporation is:

INNOVATIONS WAY, CORP.

ARTICLE II - DURATION

This Corporation shall have perpetual existence, commencing on the date of execution of these Articles of Incorporation.

ARTICLE III - PURPOSES

This Corporation is organized for the following purposes:

a: To engage in business in the State of Florida or any other State of the United States of America.

b: To purchase, receive, lease, or otherwise, own, hold, improve, use and otherwise deal with real or personal property or any legal or equitable interest in property wherever located; to sell, convey, mortgage, pledge, create a security interest in, lease, exchange, and otherwise dispose of all or any part of its property.

PREPARED BY:
CARLOS R. BOSQUETS, ESQ.
780 N.W. LE JEUNE ROAD
SUITE 517
MIAMI, FLORIDA 33126
FLORIDA BAR NO. 205370
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PAGE 1 OF 4

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c. In the purchase or acquisition of property, business rights or franchises, or for additional working capital, or for any other objective in or about its business affairs and without limit as to amount: to incur debts and to arise, borrow and secure the payment of money in any lawful manner. The Corporation may issue its stock for any lawful purposes, including the acquisition of any other entity.

d. To engage in any or all lawful activity and to institute and promote commercial, mercantile, financial and industrial enterprises, and for the purposes of transacting any or all lawful business.

ARTICLE IV - POWERS

This Corporation shall have all of the corporate powers enumerated in the Florida Business Corporation Act.

ARTICLE V - CAPITAL STOCK

This Corporation is authorized to issue 5,000 shares of \$1.00 EACH PAR VALUE, common stock, which shall be designated "COMMON SHARES".

ARTICLE VI - PREEMPTIVE RIGHTS

Every shareholder, upon the sale for cash of any new stock of this Corporation of the same kind of that which he/she already holds, shall have the right to purchase his/her pro rata share thereof, as nearly as may be done without issuance of fractional shares, at the price which it is offered to others.

ARTICLE VII- STREET ADDRESS OF THE CORPORATION'S INITIAL REGISTERED OFFICE AND INITIAL REGISTERED AGENT. PRINCIPAL OFFICE.

The street address of the corporation's initial registered office and principal office is: ARMANDO CATTAMORTA and the name of the initial registered agent of

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the corporation at that office is: 9375 FOUNTAINBLEAU
BLVD., APT. L-217, MIAMI, FLORIDA 33172

ARTICLE VIII- INITIAL BOARD OF DIRECTORS

This Corporation shall have ONE Directors initially.
The number of Directors may be either increased or diminished
from time to time by the bylaws. The names and addresses of
the initial Directors of this Corporation until the first
annual meeting of shareholders or until their successors are
elected and qualified are:

N A M E	A D D R E S S
ARMANDO GATTAMORTA	9375 FOUNTAINBLEAU BLVD. APT. L-217 MIAMI, FLORIDA 33172

ARTICLE IX - INCORPORATOR

The name and address of the person signing these
Articles is:

N A M E	A D D R E S S
ARMANDO GATTAMORTA	9375 FOUNTAINBLEAU BLVD. APT. L-217 MIAMI, FLORIDA 33172

ARTICLE X - AMENDMENT

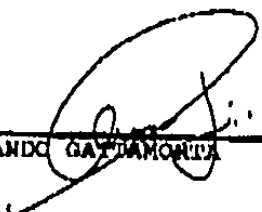
This Corporation reserves the right to amend or repeal
any provisions contained in these Articles of Incorporation,
or any amendment hereto, and any right conferred upon the
shareholders is subject to this reservation.

PAGE 3 OF 4

H96000007912

H96000007912

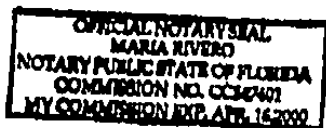
IN WITNESS WHEREOF, the undersigned has executed these
Articles of Incorporation this 4th day of June, 1996.



ARMANDO GATTAMORTA

STATE OF FLORIDA
COUNTY OF DADE

BEFORE ME, the undersigned authority, personally
appeared ARMANDO GATTAMORTA, who is to me well known to be
the person described in and who executed the foregoing
Articles of Incorporation as the Incorporator, and he
acknowledged to and before me that he executed the same for
the uses and purposes therein mentioned and set forth.
() who is personally known to me or () who has
produced Florida Driver License
as identification.

IN WITNESS WHEREOF, I have hereunto set my hand and seal
at Miami in the said County and State, this 4 day of
June, 1996.




NOTARY PUBLIC, STATE OF FLORIDA

MARIA RIVERO
PRINT NAME:

HAVING BEEN NAMED TO ACCEPT SERVICE OR PROCESS FOR:
INNOVATIONS WAY, CORP., AT THE PLACE DESIGNATED IN THESE
ARTICLES OF INCORPORATION, I HEREBY AGREE TO ACT IN THIS
CAPACITY, AND I FURTHER AGREE TO COMPLY WITH THE PROVISIONS
OF ALL STATUTES RELATIVE TO THE PROPER AND COMPLETE
PERFORMANCE OF MY DUTIES.

DATED THIS 4th DAY OF JUNE, 1996.


(REGISTERED AGENT)
ARMANDO GATTAMORTA

PAGE 4 OF 4

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