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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

TRANSMITTAL LETTER

Department of State
Divisions of Corporations
P.O. Box 6327
Tallahassee, Florida 32314

300001963673
-10/03/96--01034--014
****122.50 ****122.50

Subject : THE LUCKY GROUP, INC.

Enclosed is an original and one copy of the articles of
incorporation and our check for \$ 122.50.

From:

Mayra Santos

3550 Biscayne Blvd. Suite 404

Miami, Florida 33137

(305)-576-1600

Mayra Santos
AUTHORIZATION BY PHONE TO
SECRETARY OF STATE
DATE 10/8/96
BY PH

PH
10/8/96

FILED

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

**ARTICLES OF INCORPORATION
OF
THE LUCKY GROUP, INC.**

The undersigned incorporator hereby forms a corporation under Chapter 607 of the laws of the State of Florida.

ARTICLE I. NAME

The name of the Corporation shall be:

THE LUCKY GROUP, INC.

The address of the principal office of this corporation shall be 3550 Biscayne Blvd. Ste. 404 Miami, Florida 33137, and the mailing address of the corporation shall be the same.

ARTICLE II. NATURE OF BUSINESS

The corporation may engage or transact in any or all lawful activities or business permitted under the laws of the United States, the State of Florida or any other state, country, territory or nation.

ARTICLE III. CAPITAL STOCK

The Maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is 50 shares of common stock having no par value per share.

ARTICLE IV. REGISTERED AGENT

The street address of the initial registered office of the corporation shall be 3550 Biscayne Blvd. Ste. 404, Miami, Florida 33137, and the name of the initial registered agent of the corporation at the address MAYRA SANTOS.

ARTICLE V. TERM OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE VI. OFFICERS AND DIRECTORS

This corporation shall have three officers and one director, initially. The name and street address of the initial officers and directors who shall hold office for the first year of the corporation, or until their successors are elected or appointed are:

Sidney Dulman
Pres./Dir.

Mayra Santos
Secretary/Treasurer

3550 Biscayne Blvd.
Suite 404
Miami, Florida 33137

ARTICLE VII. INCORPORATOR

The name and street address of the incorporator to these Article of Incorporation:

MAYRA SANTOS

3550 Biscayne Blvd. Ste. 404
Miami, Florida 33137

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

IN WITNESS WHEREOF, the undersigned incorporator
has hereunto set her signature.

Mayra Santos

BY:

Mayra Santos

**ACCEPTANCE OF REGISTERED AGENT DESIGNATED
IN ARTICLES OF INCORPORATION**

HAVING BEEN NAMED AS REGISTERED AGENT AND TO ACCEPT SERVICE
OF PROCESS FOR THE ABOVE STATED CORPORATION AT THE PLACE
DESIGNATED IN THIS CERTIFICATE, I HEREBY ACCEPT THE APPOINTMENT
AS REGISTERED AGENT AND AGREE TO ACT IN THIS CAPACITY. I FURTHER
AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATING TO
THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES, AND I AM
FAMILIAR WITH AND ACCEPT THE OBLIGATIONS OF MY POSITION AS
REGISTERED AGENT PURSUANT TO THE PROVISIONS OF SECTIONS 607.0501
or 617.0501, FLORIDA STATUTES.

SIGNATURE

Mayra Santos

DATE : 09-18-96