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FLORIDA DIVISION OF CORPORATIONS
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TO: DIVISION OF CORPORATIONS

FAX #: (904)921-4001

FROM: CORPORATE CREATIONS INTERNATIONAL INC.
CONTACT: JOHNNY C RODRIGUEZ
PHONE: (305)672-0686

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NAME: THE POINT GROUP INC.
AUDIT NUMBER.....H96000017762
DOC TYPE.....FLORIDA PROFIT CORPORATION OR P.A.
CERT. OF STATUS..1 PAGES..... 4
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**Articles of Incorporation
of
The Point Group, Inc.**

Article I. Name

The name of this Florida corporation is:
The Point Group, Inc.

Article II. Address

The mailing address of the Corporation is:
The Point Group, Inc.
2875 N.E. 191 Street
Suite 603
North Miami Beach FL 33180

*effective
12/18/96*

Article III. Registered Agent

The name and address of the registered agent of the Corporation is:
Eliezer Shuber
2875 N.E. 191 Street
Suite 603
North Miami Beach FL 33180

Article IV. Board of Directors

The name of each initial member of the Corporation's Board of Directors is:

Eliezer Shuber

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. 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 applicable law.

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

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Article V. Capital Stock

The Corporation shall have the authority to issue 2,000 shares of common stock, par value \$.01 per share.

Article VI. Incorporator

The name and address of the incorporator is:

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

Article VII. Corporate Existence

The corporate existence of the Corporation shall begin effective December 18, 1996

The undersigned incorporator executed these Articles of Incorporation on
December 18, 1996

Corporate Creations International Inc.

By: 
Luis A. Uriarte Vice President

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

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

CORPORATION:
The Point Group, Inc.

REGISTERED AGENT:
Eliezer Shuber
2875 N.E. 191 Street
Suite 6053
North Miami Beach FL 33180

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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.



Eliezer Shuber

Date: December 18, 1996

Corporate Creations International Inc.
401 Ocean Drive #312 (Door Code #125)
Miami Beach FL 33139-6829
(305) 672-0686

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