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FLORIDA DIVISION OF CORPORATIONS
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TO: DIVISION OF CORPORATIONS

FAX #: (904)922-4001

FROM: FAS-T CORP. AGENTS, INC.
CONTACT: LIDIA FERNANDEZ
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ACCT#: 071001002335

FAX #: (305)716-0346

NAME: ADRIAN, CORP.

AUDIT NUMBER.....H97000000531

DOC TYPE.....FLORIDA PROFIT CORPORATION OR P.A.

CERT. OF STATUS..0

PAGES..... 3

CERT. COPIES.....1

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NO. 342 002

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**Articles of Incorporation
of
ADRIAN, CORP.**

Article I. Name

The name of this Florida corporation is:
ADRIAN, CORP.

Article II. Address

The mailing address of the Corporation is:

**ADRIAN, CORP.
211 S.W. 22 Ave., 2nd Floor
MIAMI, FL 33135**

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Article III. Capital Stock

The Corporation shall have the authority to issue 500 shares of common stock, par value \$1.00 per share.

Article IV. Registered Agent

The name and address of the registered agent of the Corporation is:

**ALEXIS GUEVARA
211 S.W. 22 Ave., 2nd Floor
MIAMI, FL 33135**

Article V. Board of Directors

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 liability to the fullest extent permitted by law. The name of each initial member of the Corporation's Board of Directors are:

ALEX GUEVARA - 211 S.W. 22 AVE., 2ND FL, MIAMI, FL 33135

Prepared by: RAOHLIN & Associates, P.A., 11120 N. Kendall Dr., #201, Miami, FL 33178 (305) 270-2040.

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Article VI.

The corporation shall have perpetual existence and may engage in any and all business permitted under the laws of the State of Florida and the United States.

Article VII. Incorporator

The name and address of the incorporator is:

ALEXIS GUEVARA
211 S.W. 22 Ave., 2nd Floor
MIAMI, FL 33135

Article VIII. Corporate Existence

The corporate existence of the Corporation shall be effective upon filing.

The authorized representative of the Incorporator executed the Articles of Incorporation on January 2, 1997.



ALEXIS GUEVARA
President

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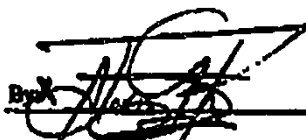
**CERTIFICATE OF DESIGNATION
REGISTERED AGENT/REGISTERED OFFICE**

**CORPORATION:
ADRIAN, CORP.**

**REGISTERED AGENT:
ALEXIS GUEVARA
211 S.W. 22 Ave., 2nd Floor
MIAMI, FL 33135**

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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.



**ALEXIS GUEVARA
President**

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