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DIVISION OF CORPORATIONS TO:

FAX #: (904) 922-4001

FROM: CORPORATE CREATIONS INTERNATIONAL INC.

ACCT#: 073171003004

CONTACT: JOHNNY C RODRIQUEZ

FAX #: (305) 672-9110

PHONE: (305)672-0686

NAME: SAN MARINO MINERALS, INC.

AUDIT NUMBER..... 197000000550

DOC TYPE..... FIGRIDA PROFIT CORPORATION OR P.A. CERT. OF STATUS. 1 PAGES..... 4

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** ENTER 'M' FOR MENU. **

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JM 13 pt 2: 19

Articles of Incorporation of San Marino Minerals, Inc.

Article I. Name

The name of this Florida corporation is:
San Marino Minerals, Inc.

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Article II. Address

The mailing address of the Corporation is:

San Marino Minerals, Inc.
3957 San Mateo Avenue
Riverside CA 92504

Article III. Registered Agent

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

Corporate Creations Enterprises, Inc.

4521 PGA Boulevard #211

Palm Beach Gardens FL 33418

Article IV. Board of Directors

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

Ken Finkelstein

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) 672-0688

Article V. Capital Stock

The Corporation shall have the authority to issue 100,000,000 shares of common stock, par value \$.001 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. Comorate Existence

The corporate existence of the Corporation shall begin effective January 9, 1997

The undersigned incorporator executed these Articles of Incorporation on January 13, 1997

Corporate Creations International Inc.

Brian R. Fons 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

CERTIFICATE OF DESIGNATION REGISTERED AGENT AND REGISTERED OFFICE

CORPORATION:
San Marino Minerals, Inc.

REGISTERED AGENT:
Corporate Creations Enterprises, Inc.
4521 PGA Boulevard #211
Palm Beach Gardens FL 33418

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.

Corporate Creations Enterprises, Inc. Brian R. Fons. Vice President

Date: January 13, 1997

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Corporate Creations International Inc. 401 Ocean Drive #312 (Door Code #125) Miami Beach Fil 33139-6629 (305) 672-0886