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TRANSMITTAL LETTER

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

SUBJECT: Mass Enterprises, Inc.

I enclose an original and 1 copy(ies) of the
Articles of Incorporation for the above corporation and a check
in the amount of \$ 122.50.

Signature: _____

From: Alessandro Massari
Name

2715 North Ocean Blvd. #8F
Address

Ft. Lauderdale Florida 33308
City State Zip

(954) 566-6123
Telephone Number

FILED
97 JAN 16 AM 8:04
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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1/23/97

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97 JAN 16 AM 8:04

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION

OF

Mass Enterprises, Inc.

ARTICLE I NAME

The name of the corporation shall be:

Mass Enterprises, Inc.

ARTICLE II PRINCIPAL OFFICE

The principal place of business and mailing address of
this corporation shall be:

2715 North Ocean Blvd #8F

Ft. Lauderdale, FL 33308

ARTICLE III CAPITAL STOCK

The number of shares of stock that this corporation is
authorized to have outstanding at any one time is:

One Hundred (100)

ARTICLE IV INITIAL REGISTERED AGENT AND ADDRESS

The name and address of the initial registered agent
is:

Alessandro Massari

2715 North Ocean Blvd. #8F

Ft. Lauderdale, FL 33308

ARTICLE V INCORPORATOR

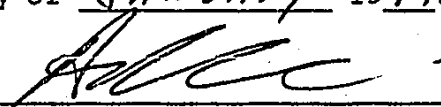
The name and street address of the incorporator to
these Articles of Incorporation is:

Alessandro Massari

2715 North Ocean Blvd. #8F

Ft. Lauderdale, FL 33308

The undersigned has executed these Articles of
Incorporation this 13TH day of JANUARY 1977.


Alessandro Massari, Incorporator

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CERTIFICATE OF DESIGNATION

97 JAN 16 AM 8:04

REGISTERED AGENT/REGISTERED OFFICE

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Pursuant to the provisions of Section 607.0501, Florida Statutes, the undersigned corporation, organized under the laws of the State of Florida, submits the following statement in designating the registered office/registered agent, in the State of Florida.

1. The name of the corporation is:

Mass Enterprises, Inc.

2. The name and address of the registered agent and office is:

Alessandro Massari

2715 North Ocean Blvd. #8F

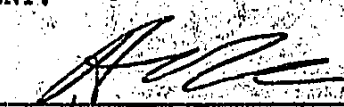
Ft. Lauderdale, FL 33308

Signature: 

Title: Incorporator

Date: 1/13/97

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.

Signature: 

Date: 1/13/97