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EMPIRE CORPORATE KIT

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TO: DIVISION OF CORPORATIONS

FAX #: (904)922-4001

FROM: EMPIRE CORPORATE KIT COMPANY

ACCT#: 072450003255

CONTACT: RAY STORMONT

PHONE: (305)541-3694

FAX #: (305)541-3770

NAME: ORBE INTERNATIONAL, INC. Corporation

AUDIT NUMBER.....H97000002629

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

CERT. OF STATUS...0

PAGES..... 4

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Correction
2/17/97

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TALLAHASSEE, FLORIDA

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97 FEB 17 PM 3:25
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TALLAHASSEE, FLORIDA

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EMPIRE CORPORATE KIT

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02/17/97 11:05 Fl. Dept. of State p1 /1



FLORIDA DEPARTMENT OF STATE

Sandra B. Mortham
Secretary of State

February 17, 1997

EMPIRE

SUBJECT: ORBE INTERNATIONAL CORPORATION
REF: W97000003760

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Naysa Culligan
Document Specialist

FAX Aud. #: H97000002629
Letter Number: 197A00008270

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ARTICLES OF INCORPORATION
OF
ORBE INTERNATIONAL CORPORATION

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE I - NAME

The name of this corporation is: **ORBE INTERNATIONAL CORPORATION.**

ARTICLE II - PRINCIPAL PLACE OF BUSINESS

The principal place of business for this corporation is **6370 SW 18 Terrace, West Miami, Florida 33155.**

ARTICLE III - DURATION

This corporation shall have perpetual existence, commencing on the date of the filing of these Articles of Incorporation with the Florida Department of State, Division of Corporations, Tallahassee, Florida.

ARTICLE IV - PURPOSE

This corporation is organized for the purpose of transaction any and all lawful business.

ARTICLE V - CAPITAL STOCK

This corporation is authorized to issue **One Hundred (100) shares of \$1.00 per value common stock.**

This instrument prepared by:
Pablo R. Bared, Esq.
BARED & ASSOCIATES, P.A.
Madison Circle Building
3191 Coral Way, 3rd Floor
Miami, Florida 33145
(305) 443-6163
FBN-739405

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ARTICLE VI - INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this corporation is 3191 Coral Way, 3rd Floor, Miami, Florida 33145, and the name of the registered agent of this corporation is PABLO R. BARED, ESQ.

ARTICLE VII - INITIAL BOARD OF DIRECTORS

This corporation shall have 2 director(s) initially. The number of directors may be either increased or diminished from time to time by the Bylaws of this corporation but shall never be less than one. The name and address of the initial director(s) of this corporation is/are:

	NAME:	ADDRESS:
1.	Bill Pupo, Director, Secretary	6370 SW 18 Terrace West Miami, Florida 33155
2.	Mauro Antunes Mendes, Director and Treasurer	6370 SW 18 Terrace West Miami, Florida 33155

ARTICLE VIII - INCORPORATOR

The name and address of the person signing these Articles of Incorporation is: Bill Pupo, of 6370 SW 18 Terrace, West Miami, Florida 33155.

ARTICLE IX - BYLAWS

The powers to adopt, alter, amend or repeal the Bylaws shall be vested in the Board of Directors.

ARTICLE X - INDEMNIFICATION

The corporation shall indemnify any officer or director, or any former officer or director, to the full extent permitted by the laws of the State of Florida.

ARTICLE XI - AMENDMENT

This corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation or any amendment to them, and any right conferred upon the shareholders is subject to this reservation.

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EMPIRE CORPORATE KIT

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IN WITNESS WHEREOF, the undersigned Incorporator has executed these Articles of Incorporation on this 11th day of February, 1997.

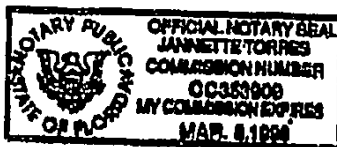
Bill Pupo

INCORPORATOR: Bill Pupo

SWORN TO AND SUBSCRIBED before me, a Notary Public, in and for the State of Florida at Large, on this 11th day of February, 1997.

Janette Torres
NOTARY PUBLIC

My commission expires:



ACCEPTANCE OF REGISTERED AGENT

Having been named to accept service of process for ORBE INTERNATIONAL CORPORATION, at place designated in the Articles of Incorporation, I agree to act in this capacity and to comply with the provisions of Section 48.091, Fla. Stat. (1981) relative to keeping open such office until such time as I shall notify the corporation of my resignation.

DATED in Miami, Dade County, Florida on this 11th day of February, 1997.

Pablo R. Bared
PABLO R. BARED

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