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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  
PHONE: (305)599-0839

ACCT#: 071001002335

FAX #: (305)716-0346

NAME: DUFFY INC.

AUDIT NUMBER.....H97000003121

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

CERT. OF STATUS..0

PAGES..... 3

CERT. COPIES.....1

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**ARTICLES OF INCORPORATION  
OF**

**DUFFY SHOP INC.**

The undersigned incorporator (s), for the purpose of forming a corporation under the Florida General Corporation Act, hereby adopt (s) the following Articles of Incorporation.

**ARTICLE I NAME**

The name of the corporation shall be:

**DUFFY SHOP INC.**

The principal place of business of this corporation shall be:

114 N.E. 3 AVE  
MIAMI, FL. 33132

**ARTICLE II NATURE OF BUSINESS**

This corporation may engage in or transact any or all lawful activities or business permitted under the laws of the United States, the State of Florida, or any other state, country, territory or nation.

**ARTICLE III CAPITAL STOCK**

The aggregate numbers of shares of stock and its par value that this corporation is authorized to have outstanding at any one time is:

100 SHARES x \$10.00 = \$1,000.00

**ARTICLE IV TERM OF EXISTENCE**

This corporation is to exist perpetually.

Prepared by: Claudia E. Quiroz  
5555 Collins Ave Apt. 11-D  
Miami Beach, FL 33140  
(305) 887-4185

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## ARTICLE V OFFICERS DIRECTORS

The name (s) and street address (es) of the initial officer (s) if any, who shall hold office the first year of the corporation's existence or until their successor (s) is (are) elected, is (are):

CLAUDIA E. QUIROZ  
5555 COLLINS AVE APT 11-D  
MIAMI BEACH, FL. 33140

DIRECTOR

FERNANDO QUIROZ  
5555 COLLINS AVE APT 11-D  
MIAMI BEACH, FL. 33140

DIRECTOR

## ARTICLE VI INCORPORATOR (S)

The name (s) and street address (es) of the Incorporator (s) to these Article of Incorporation is (are):


CLAUDIA E. QUIROZ  
5555 COLLINS AVE APT 11-D  
MIAMI BEACH, FL. 33140

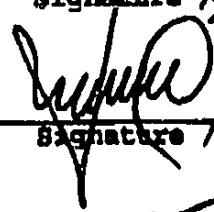
PRESIDENT (50 SHARES)

FERNANDO QUIROZ  
5555 COLLINS AVE. APT 11-D  
MIAMI BEACH, FL. 33140

SECRETARY, TREASURER

The undersigned has (have) executed these Article of Incorporation this 21st day of FEBRUARY, 1997.

  
\_\_\_\_\_  
Signature / Title

  
\_\_\_\_\_  
Signature / Title

\_\_\_\_\_  
Signature / Title

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA**CERTIFICATE OF DESIGNATION  
REGISTERED AGENT/REGISTERED OFFICER**

Pursuant to the provisions of sections 607.0501 or 617.0501, Florida Statutes, the undersigned corporation, organized under the laws of the State of Florida, submits the following statement in designating the registered officer/registered agent, in the State of Florida.

1. The name of the corporation is:

\_\_\_\_\_

DUFFY SHOP INC.

\_\_\_\_\_

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

CLAUDIA E. QUIROZ

\_\_\_\_\_

(name)

5555 COLLINS AVE APT. 11-D

\_\_\_\_\_

(P.O. BOX NOT ACCEPTABLE)

MIAMI BEACH, FL. 33140

\_\_\_\_\_

(CITY / STATE / ZIP CODE)

HAVING BEEN NAMED AS REGISTERED AGENT AND TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION AT THE PLACE DESIRED 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

FEBRUARY 21, 1997

\_\_\_\_\_

DATE

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