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TO: DIVISION OF CORPORATIONS

FAX #: (904)922-4001

FROM: EMPIRE CORPORATE KIT COMPANY  
CONTACT: RAY STORMONT  
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NAME: THE AMISTAD GROUP, INC.

AUDIT NUMBER.....H97000003516

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

CERT. OF STATUS..0

PAGES..... 6

CERT. COPIES.....1

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The Friendly Group, Inc.

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ARTICLES OF INCORPORATION

OF

THE AMISTAD GROUP, INC.

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TALLAHASSEE, FLORIDA

The undersigned incorporators to these Articles of Incorporation, natural persons competent to contract, hereby subscribe and form a corporation for profit under the Laws of the State of Florida.

ARTICLE I - NAME

The name of the corporation is: THE AMISTAD GROUP, INC.

ARTICLE II - NATURE OF BUSINESS

The corporation may engage in any activity or business permitted under the laws of the United States and of the State of Florida, including, but not limited to: importing and exporting of goods and/or minerals to/from Africa and Haiti.

ARTICLE III - CAPITAL STOCK

The maximum amount of shares of stock that this corporation is authorized to have outstanding at any time is one hundred (100) shares of common stock, which shares shall have the par value of \$1.00.

ARTICLE IV - VOTING POWERS

Except as otherwise provided by law, the entire voting power

PREPARED BY:

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MICHAEL HURBEY, P.A.  
305 S. Andrews Ave #701  
Ft. Lauderdale, FL 33301  
Fla. Bar No. 457698

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for the election of Directors and for all other purposes shall be vested exclusively in the holders of the outstanding common shares.

#### ARTICLE V - DIRECTORS

The initial directors of this corporation are as follows:

CLIVE VERNON

MICHAEL HURSEY

This corporation shall have two (2) Directors initially. the number of directors may be either increased or diminished from time-to-time by the By-Laws, but shall never be less than one (1). Said Directors specifically named above shall hold office for the first year of the corporation's existence, or until a successor(s) is elected and has been duly qualified.

#### ARTICLE VI - OFFICERS

The following individuals shall constitute first officers of this corporation:

CLIVE VERNON	President
MICHAEL HURSEY	Vice President
CLIVE VERNON	Secretary
MICHAEL HURSEY	Treasurer

#### ARTICLE VII - INITIAL ADDRESS

The initial address of the corporation shall be 305 South Andrews Avenue, Suite 701, Fort Lauderdale, FL 33301. Said corporation shall have the right and privilege of establishing,

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operating, and doing business in such other counties of the State of Florida and in such other states of the United States and foreign countries, as the Board of Directors may from time-to-time order and establish.

ARTICLE VIII - REGISTERED AGENT

The name and address of the initial registered agent is:  
MICHAEL HURSEY, 305 South Andrews Avenue, Suite 701, Fort Lauderdale, FL 33301.

ARTICLE IX - TERM OF EXISTENCE

This corporation shall have perpetual existence commencing on the date of filing these Articles.

ARTICLE X - INITIAL SUBSCRIBERS

The name and street address of each subscriber to these Articles of Incorporation, and the number of shares of stock which each agreed to take are as follows:

CLIVE VERNON	25 1/2	\$1.00 Par Value
MICHAEL HURSEY	25 1/2	\$1.00 Par Value

IN WITNESS WHEREOF, We have hereunto set our hands and seal, acknowledged and filed the foregoing Articles of Incorporation under the Laws of the State of Florida this 27 day of

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February, 1997.

  
CLIVE VERNON

  
MICHAEL HURSEY

STATE OF FLORIDA )  
COUNTY OF BROWARD )

BEFORE ME, the undersigned authority, personally appeared  
CLIVE VERNON and MICHAEL HURSEY, to me personally known, and who  
executed the foregoing Articles of Incorporation, and they  
acknowledged before me individually that they executed the same  
for the purposes therein expressed.

WITNESS my hand and official seal in the State and County  
aforesaid this 27 day of February, 1997.

  
Notary Public  
State of Florida at Large  
My Commission Expires:



CAROL JEAN SHAW  
My Commission CC034881  
Expires Mar. 21, 2000

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ACKNOWLEDGEMENT OF REGISTERED AGENT

Having been named to accept service of process for the above stated corporation at the place designated in this certificate, I hereby accept the duty and responsibility to act in this capacity.

Michael Hursey  
MICHAEL HURSEY

STATE OF FLORIDA )

COUNTY OF BROWARD )

BEFORE ME, the undersigned authority, personally appeared MICHAEL HURSEY, to me personally known, and who executed the foregoing, and acknowledged before me individually that he did the same for the purpose therein expressed.

WITNESS my hand and official seal in the State and County aforesaid this 27 day of February, 1997.

Carol Jean Shaw  
Notary Public  
State of Florida at Large  
My Commission Expires:



CAROL JEAN SHAW  
My Commission 00334681  
Expires Mar. 31, 2000

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97 FEB 28 PM 2:13  
CLERK OF DISTRICT COURT  
NINTH JUDICIAL CIRCUIT  
MIAMI, FLORIDA

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