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FLORIDA DIVISION OF CORPORATIONS
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TO: DIVISION OF CORPORATIONS

FAX #: (904) 922-4001

FROM: ANTHONY P. BERNARD
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NAME: FOXES INTERNATIONAL, INC.
AUDIT NUMBER.....H97000004165
DOC TYPE.....FLORIDA PROFIT CORPORATION OR P.A.
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ARTICLES OF INCORPORATION

FOXES INTERNATIONAL, INC.

(Name of Corporation)

THE UNDERSIGNED SUBSCRIBER(S) TO THESE ARTICLES OF INCORPORATION, NATURAL PERSON(S) COMPETENT TO CONTRACT, HEREBY FORM A CORPORATION UNDER THE LAWS OF THE STATE OF FLORIDA.

ARTICLE I - CORPORATE NAME

THE NAME OF THE CORPORATION IS: FOXES INTERNATIONAL, INC.
20511 S.W. 116 ROAD, MIAMI, FL 33189

ARTICLE II - DURATION

THIS CORPORATION SHALL EXIST PERPETUALLY UNLESS DISSOLVED ACCORDING TO FLORIDA LAW.

ARTICLE III - PURPOSE

THE CORPORATION IS ORGANIZED FOR THE PURPOSE OF ENGAGING IN ANY ACTIVITIES OR BUSINESS PERMITTED UNDER THE LAWS OF THE UNITED STATES AND THE STATE OF FLORIDA.

ARTICLE IV - CAPITAL STOCK

THE CORPORATION IS AUTHORIZED TO ISSUE FIVE HUNDRED SHARES (500) OF ONE DOLLAR (S) (\$1.00) PAR VALUE COMMON STOCK, WHICH SHALL BE DESIGNATED "COMMON SHARES".

ARTICLE V - INITIAL REGISTERED OFFICE AND AGENT

THE NAME AND STREET ADDRESS OF THE INTIAL REGISTERED AGENT OF THIS CORPORATION IS :

NAME ANTHONY BERNARD
ADDRESS 16201 S.W 95 AVE., # 109
CITY MIAMI STATE FLORIDA ZIP 33157

ARTICLE VI - INITIAL BOARD OF DIRECTORS

THIS CORPORATION SHALL HAVE ONE (1) DIRECTOR(S) 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). THE NAMES AND ADDRESSES OF THE INTIAL DIRECTOR (S) OF THE CORPORATION ARE AS FOLLOWS:

NAME	VINTON PAMELLA MANGAROO (PRESIDENT/VP/SEC/TR.)			
ADDRESS	20511 S.W. 116 ROAD			
CITY	MIAMI	STATE	FL	ZIP 33189
NAME				
ADDRESS				
CITY		STATE		ZIP
NAME				
ADDRESS				
CITY		STATE		ZIP
NAME				
ADDRESS				
CITY		STATE		ZIP

PREPARED BY : ANTHONY BERNARD
16201 S.W. 95 AVENUE
STE. # 109
MIAMI FL 33157
(305) 251-4591

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ARTICLE VII - INCORPORATORS

THE NAMES AND ADDRESSES OF THE PERSON(S) SIGNING THESE ARTICLES OF INCORPORATION ARE AS FOLLOWS:

NAME VINTON PAMELLA MANGAROO
ADDRESS 20511 S.W. 116 ROAD
CITY MIAMI STATE FL ZIP 33189
NAME _____
ADDRESS _____
CITY _____ STATE _____ ZIP _____
NAME _____
ADDRESS _____
CITY _____ STATE _____ ZIP _____
NAME _____
ADDRESS _____
CITY _____ STATE _____ ZIP _____

IN WITNESS WHEREOF, THE UNDERSIGNED SUBSCRIBER(S) HAVE EXECUTED THESE ARTICLES OF INCORPORATION
THIS ELEVENTH DAY OF MARCH 1997.

Vinton P Mangaroo (SEAL)

(SEAL)

(SEAL)

STATE OF FLORIDA

COUNTY OF DADE

BEFORE ME, A NOTARY PUBLIC AUTHORIZED TO TAKE ACKNOWLEDGEMENTS IN THE STATE AND COUNTY
SET FORTH ABOVE, PERSONALLY APPEARED

VINTON PAMELLA MANGAROO

KNOWN TO ME AND KNOWN TO BE THE PERSON(S) WHO EXECUTED THE FOREGOING ARTICLES OF
INCORPORATION, AND WHO ACKNOWLEDGED BEFORE ME THAT SHE EXECUTED THESE ARTICLES OF
INCORPORATION.

IN WITNESS WHEREOF, I HAVE HEREUNTO AFFIXED MY HAND AND SEAL, IN THE STATE AND COUNTY AFORESAID,
THIS ELEVENTH DAY OF MARCH 1997.

(NOTARY SEAL)



Anthony Bernard
(NOTARY PUBLIC, STATE OF FLORIDA AT LARGE)

MY COMMISSION EXPIRES:

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**CERTIFICATE AND ACKNOWLEDGEMENT
OF REGISTERED AGENT**

**CERTIFICATE OF REGISTERED AGENT
OF**

FOXES INTERNATIONAL, INC.

(NAME OF CORPORATION)

PURSUANT TO FLORIDA STATUTES SECTIONS 48.091 AND 607.034, THE FOLLOWING SUBMITTED: THE ABOVE CORPORATION, DESIRING TO ORGANIZE UNDER THE LAWS OF THE STATE OF FLORIDA WITH ITS REGISTERED OFFICE AS INDICATED IN THE ARTICLES OF INCORPORATION

AT 16201 S.W. 95 AVENUE # 109 , MIAMI, FL 33157

HAS NAMED ANTHONY BERNARD

LOCATED AT THE AFORESAID ADDRESS, AS ITS REGISTERED AGENT TO ACCEPT SERVICE OF PROCESS WITHIN THIS STATE.

ACKNOWLEDGEMENT

HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY ACCEPT TO ACT IN THIS CAPACITY, AND AGREE TO COMPLY WITH THE PROVISIONS OF FLORIDA LAW IN KEEPING OPEN SAID OFFICE.



(REGISTERED AGENT)

PREPARED BY: ANTHONY BERNARD
16201 S.W. 95 AVENUE
STE.# 109
MIAMI FL 33157
(305) 251-4591

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