

P970000081864

September 16, 1997

Department of State, Division of Corporations  
Post Office Box 6327  
Tallahassee, FL 32314

Re: MULTICELL INC.

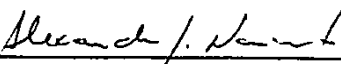
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Ladies and Gentlemen:

Please find enclosed for filing one original and one copy of the Articles of Incorporation of MULTICELL INC. Also enclosed is a check in the amount of \$70.00 as the appropriate filing fee, and a separate check in the amount of \$52.50 for 1 certified copies.

Please return the copy, stamped to show the date of filing, to the undersigned.

Sincerely,



ALEXANDRE NASCIMENTO  
2550 NW 72 AVE. # 105, MIAMI, FL 33122

FILED  
97 SEP 19 PM 12:50  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

nu 9/22/97

**ARTICLES OF INCORPORATION**

**FILED**

**OF**

**97 SEP 19 PM 12: 50**

**MULTICELL INC.**

**SECRETARY OF STATE  
TALLAHASSEE, FLORIDA**

**ARTICLE I**

The name of the Corporation is MULTICELL INC.

**ARTICLE II**

The principal place of business and mailing address of this corporation shall be 2550 NW 72 AVE. # 105, MIAMI, FL 33122.

**ARTICLE III**

The aggregate number of shares which the Corporation has authority to issue is 100 shares of common stock with the par value of \$1.00 per share.

**ARTICLE IV**

The address of the initial registered office of the Corporation is 2160 SW 137 PLACE, MIAMI, Florida 33175, and the name of the Corporation's initial registered agent for service of process at such address is JESUS R. GONZALEZ.

**ARTICLE V**

The name and address of the incorporator to these Articles of Incorporation is:  
ALEXANDRE NASCIMENTO, 2550 NW 72 AVE. # 105, MIAMI, FL 33122.

**ARTICLE VI**

The names of each of the subscribers to this Certificate of Incorporation and the number of shares of stock which each subscriber agrees to take, are as follows:

ALEXANDRE NASCIMENTO - 50 SHARES

EDGAR SANTANA - 50 SHARES

**ARTICLE VII**

The names of the members to the first Board of Directors and officers who shall hold office for the first year of the existence of the Corporation or until their successors are elected or appointed and have qualified, are as follows:

ALEXANDRE NASCIMENTO - PRESIDENT

EDGAR SANTANA - SECRETARY/TREASURY

IN WITNESS WHEREOF, I have hereunto set my hand this 16 day of

Sept, 1999.

Alexandre Nascimento  
ALEXANDRE NASCIMENTO  
2550 NW 72 AVE. # 105, MIAMI, FL 33122

CERTIFICATE OF DESIGNATION  
REGISTERED AGENT/REGISTERED OFFICE

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 office/registered agent, in the State of Florida.

1. The name of the corporation is: MULTICELL INC.
2. The name of the registered agent and office is:

JESUS R. GONZALEZ  
2160 SW 137 PLACE, MIAMI, Florida 33175

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 \_\_\_\_\_

FILED  
97 SEP 19 PM 12:51  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA