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TO: DIVISION OF CORPORATIONS

FAX #: (850)922-4001

FROM: EMPIRE CORPORATE KIT COMPANY

ACCT#: 072450003255

CONTACT: RAY STORMONT

PHONE: (305)541-3694

FAX #: (305)541-3770

NAME: WHISTWORE, INC.

AUDIT NUMBER.....H98000001528

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

CERT. OF STATUS..0

PAGES..... 4

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

H98000001528

ARTICLES OF INCORPORATION

OF

WHISTNORD, INC.

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98 JAN 23 PM 1:35

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

THE UNDERSIGNED INCORPORATOR FOR THE PURPOSE OF FORMING A CORPORATION, UNDER THE FLORIDA GENERAL CORPORATION ACT, HEREBY ADOPTS THE FOLLOWING ARTICLES OF INCORPORATION

I.

THE NAME OF THE CORPORATION SHALL BE:

WHISTNORD, INC.

THE PRINCIPAL PLACE OF BUSINESS OF THIS CORPORATION SHALL BE  
8540 SW 133RD AVENUE ROAD SUITE 301, MIAMI FLORIDA 33183

II

THE MAIN PURPOSE OF THIS CORPORATION IS: TO CONDUCT BUSSINESS AND IT MAY ENGAGE IN OR TRANSACT ANY OR ALL LAWFUL ACTIVITIES OR BUSINESS PERMITTED UNDER THE LAW OF THE UNITED STATES, THE STATE OF FLORIDA, OR ANY OTHER STATE, COUNTRY, TERRITORY OR NATION.

III

THE AGGREGATE NUMBER OF SHARES OF STOCK AND ITS PAR VALUE THAT THIS CORPORATION IS AUTHORIZED TO HAVE OUTSTANDING AT ANY ONE TIME IS: 500 SHARES AT \$1.00 PAR VALUE.

IV

THE EXISTENCE OF THIS CORPORATION IS PERPETUAL.

V

THE NAME AND STREET ADDRESS OF THE INITIAL OFFICERS AND DIRECTORS OF THIS CORPORATION, WHO SHALL HOLD OFFICE UNTIL THEIR SUCESSORS ARE ELECTED, IS:

IRENE WHIST  
8540 SW 133 AVENUE ROAD  
SUITE 301  
MIAMI FL 33183

PRESIDENT, SECRETARY, TREASURER

Doc prepared by  
Teresa Taborda  
10240 SW 56th St STE 115, Miami FL 33156  
(305) 598-5354

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THE NAME AND STREET ADDRESS OF THE INCORPORATOR OF THESE ARTICLES  
OF INCORPORATION IS:

IRENE WHIST  
8540 SW 133 AVENUE ROAD #301  
MIAMI FL 33183

IN WITNESS WHEREOF, THE UNDERSIGNED INCORPORATOR HAS EXECUTED  
THESE ARTICLES OF INCORPORATION THIS 20TH DAY OF JANUARY 1998

  
-----  
IRENE WHIST

STATE OF FLORIDA  
COUNTY OF DADE

THE FOREGOING INSTRUMENT WAS ACKNOWLEDGED AND SWORN TO BEFORE ME  
THIS 20TH DAY OF JANUARY 1998 BY IRENE WHIST OF WHISTWORD, INC.





TERESA TABORDA  
NOTARY PUBLIC, STATE OF FLORIDA.  
COMMISSION NO CC 696345  
MY COMMISSION EXP. NOV. 16, 2001

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CERTIFICATE DESIGNATING  
REGISTERED AGENT/ REGISTERED OFFICE

98 JAN 23 PM 1:35

PERSUANT TO THE PROVISION OF SECTION 607.325, FLORIDA STATUTES, THE UNDERSIGNED CORPORATION UNDER THE LAW OF THE STATE OF FLORIDA, SUBMITS THE FOLLOWING STATEMENT IN DESIGNATING THE REGISTER AGENT, IN THE STATE OF FLORIDA.

THE NAME OF THE CORPORATION IS:

WHISTWORD, INC.

THE NAME AND ADDRESS OF THE REGISTER AGENT IS:

IRENE WHIST  
8540 SW 133 AVENUE ROAD #301  
MIAMI FL 33183

  
IRENE WHIST  
PRESIDENT

HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION, AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY AGREE TO ACT IN THIS CAPACITY, AND I FURTHER AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATIVE TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES, AND I ACCEPT THE DUTIES AND OBLIGATIONS OF SECTION 607.325 FLORIDA STATUTES.

  
IRENE WHIST

H98000001528