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FLORIDA DIVISION OF CORPORATIONS  
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TO: DIVISION OF CORPORATIONS

FAX #: (850)922-4001

FROM: FAS-T CORP. AGENTS, INC.  
CONTACT: LIDIA FERNANDEZ  
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NAME: MATHED'S INTERNATIONAL CORPORATION

AUDIT NUMBER.....H98000003805

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

CERT. OF STATUS..1

PAGES..... 3

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AUDIT NUMBER ON THE TOP AND BOTTOM OF ALL PAGES OF THE DOCUMENT

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ARTICLES OF INCORPORATION  
OF  
MATHEO'S INTERNATIONAL CORPORATION

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

ARTICLE I: NAME

The name of the corporation shall be:  
MATHEO'S INTERNATIONAL CORPORATION

The principal place of business of this corporation shall be:  
1907 COLLINS AVENUE  
MIAMI BEACH, FL 33139.

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 number of shares of stock and its value that this corporation is authorized to have outstanding at any one time is:  
ONE HUNDRED SHARES OF ONE DOLLAR PAR VALUE COMMON STOCK.

ARTICLE IV: TERM OF EXISTENCE

This corporation is to exist perpetually.

Prepared By:

MJ TAXES & ACCOUNTING  
420 Lincoln Road, Suite 387  
Miami Beach, FL 33139

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ARTICLE V: OFFICERS DIRECTORS

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

JAIRO SUAREZ  
301 174<sup>th</sup> STREET, Apt 1008  
NORTH MIAMI BEACH, FL 33160

MIREYA SUAREZ  
301 174<sup>th</sup> STREET, Apt 1008  
NORTH MIAMI BEACH, FL 33160

ARTICLE VI: INCORPORATOR

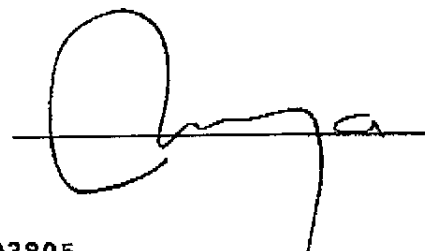
The name and street address of the incorporator to this articles of incorporation are:

JAIRO SUAREZ  
301 174<sup>th</sup> STREET, Apt 1008  
NORTH MIAMI BEACH, FL 33160

MIREYA SUAREZ  
301 174<sup>th</sup> STREET, Apt 1008  
NORTH MIAMI BEACH, FL 33160

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation this 23 Days of February, 1998.

Signature of incorporator

A handwritten signature in black ink, appearing to read 'Jairo Suarez', written over a horizontal line.A handwritten signature in black ink, appearing to read 'Mireya Suarez', written over a horizontal line.

**CERTIFICATE OF DESIGNATION  
REGISTERED AGENT/REGISTERED OFFICE**

Pursuant to the provisions of Section 607.325, 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:  
**MATHEO'S INTERNATIONAL CORPORATION**
  
2. The name and address of the registered agent and office is:  
**JAIRO SUAREZ**  
**301 174<sup>th</sup> STREET, Apt 1008**  
**NORTH MIAMI BEACH, FL 33160**

SIGNATURE 

TITLE: **PRESIDENT**

DATE: **2-23-98**

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.

SIGNATURE 

DATE: **2-23-98**

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