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6/17/98

FLORIDA DIVISION OF CORPORATIONS
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((H98000011293 1))

TO: DIVISION OF CORPORATIONS

FAX #: (850)922-4001

FROM: PAS-T CORP. AGENTS, INC.
CONTACT: LIDIA FERNANDEZ
PHONE: (305)599-0839

ACCT#: 071001002335

FAX #: (205)716-0346

NAME: BARON'S AFRICAN ENTERPRISES INC.

AUDIT NUMBER.....H98000011293

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

CERT. OF STATUS..1

PAGES..... 2

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TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION

OF

Baron's African Enterprises Inc

ARTICLE I NAME

The name of the corporation shall be: Baron's African Enterprises Inc

ARTICLE II PRINCIPAL OFFICE

The principal place of business and mailing address of this corporation shall be:

2321 NW 33rd Street

#208

Oakland Park FL 33309

ARTICLE III CAPITAL STOCK

The number of shares that this corporation is authorized to have outstanding at any one time is:

1000

ARTICLE IV INITIAL REGISTERED AGENT AND ADDRESS

The name and address of the initial registered agent is:

Susan E Baron

2321 NW 33rd Street #208 Oakland Park FL 33309

ARTICLE V INCORPORATOR

The name and street address of the incorporator to these Articles of Incorporation is:

Susan E Baron

2321 NW 33rd Street #208

Oakland Park FL 33309

The undersigned has executed these Articles of Incorporation this

16th day of June 1998

(signed) *Susan E Baron*

(printed name) Susan E Baron

PREPARED BY: GARDNER ACCOUNTING
7481 W. Oakland Park Blvd.
Suite 201
Lauderhill, Fl. 33319
(954) 749-0666

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

Pursuant to the provisions of Section 607.0501, 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: Baron's African Enterprises Inc

2. The name and address of the registered agent and office is:

Susan E Baron
2321 NW 33rd Street #208
Oakland Park FL 33309

Signature: Susan E. Baron

Title: President

Date: 06/16/98

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 AM FAMILIAR WITH AND ACCEPT THE OBLIGATIONS OF MY POSITION AS REGISTERED AGENT.

Signature: Susan E. Baron

Date: 06/16/98

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