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Mail out NEW FILINGS Profit NonProfit Limited Liability Domestication Other OTHER FILINGS Annual Report Fictitious Name	Will wait Photocopy AMENDMENTS: Amendment Resignation of R.A., Officer/ Director Change of Registered Agent Dissolution/Withdrawal Merger REGISTRATION/ QUALIFICATION Foreign Limited Partnership Reinstatement AU Trademark	Certificate of Status	AMID: 48



FLORIDA DEPARTMENT OF STATE Sandra B. Mortham Secretary of State

July 23, 1998

AHFREECOM 8340 NE 2 AVE STE 235 MIAMI, FL 33138

SUBJECT: AHFREECOM AMERICAN HAITIAN FREE ENTREPRISE CENTER

OF MIAMI, INC.

Ref. Number: W98000016778

We have received your document for AHFREECOM AMERICAN HAITIAN FREE ENTREPRISE CENTER OF MIAMI, INC. and your check(s) totaling \$122.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

The name of the entity must be identical throughout the document.

Corporations may file using only the corporate name. Please delete any reference to the "doing business as name" in your document. If you wish to register your fictitious name, you may do so by filing the enclosed application and submitting the appropriate fees to this office.

Please return the original and one copy of your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 487-6904.

Freida Chesser Corporate Specialist

Letter Number: 798A00039024

AHFREECOM 8340 N.E. 2ND AVENUE - SUITE 235 - MIAMI, FLORIDA 33138

Miami, July 28, 1998

Mrs. Freida Chesser Corporate Specialist Florida Department of State Division of Corporations - Tallahassee

Subject: AMERICAN HAITIAN FREE ENTERPRISE CENTER OF

MIAMI, INC.

Ref., Number: W98000016778

Dear Mrs. Chesser:

We acknowledge receipt of your letter dated July 23, 1998; and we have made the corrections regarding the name of the corporation.

The fictitious name: AHFREECOM will be filed separately very soon.

If you have any questions you may contact me at 305-757-6693 9HAM to 2HPM Monday to Friday.

Thank you!

Sincerely.

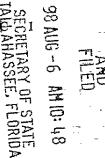
Marie Yolaine Myrtil Ferdilus

President - Founder

ART. OF INCORP. OF AMERICAN HAITIAN FREE ENTREPRISES CENTER OF MIAMI, IN

Miami, Florida - 7/28/98

ARTICLES OF INCORPORATION OF



AMERICAN HAITIAN FREE ENTERPRISES CENTER OF MIAMI, INC.

The undersigned acting as incorporator of this corporation under the provisions of chapter 607 of the Florida Statues, as amended, adopts the following Articles of Incorporation.

ARTICLE 1: NAME OF THE CORPORATION

The name of the corporation is AMERICAN HAITIAN FREE ENTERPRISES CENTER OF MIAMI, INC., herein after referred to as the "Corporation".

ARTICLE II: PRINCIPAL OFFICE AND MAILING ADDRESS

The address of the principal office and mailing address of the Corporation is at: 8340 N.E. 2ND AVENUE - SUITE 235 - MIAMI, FLORIDA 33138 However, the Corporation may have affiliates in other Countries in the United States and Overseas chosen by the board of Directors.

ARTICLE III: DURATION OF THE CORPORATION

The period of duration of the corporation shall be perpetual unless dissolved according to the law.

ARTICLE IV: PURPOSE OF THE CORPORATION

The purposes for which the Corporation is organized are:

To help people building their own business via the Network Marketing businesses.

To Teach people the principles of success in any way of life, principally in business.

To Give Technical Assistance to start Business

To Give Knowledge to people in business field

To engage in any and all lawful business for which corporation may be incorporated in the States of Florida.

ARTICLE V: AUTHORIZED SHARES

The Corporation is authorized to issue One Hundred Thousand (100000) shares of common stock with a par value of \$0.01 per share. All stocks shall be of one class. The board of Directors may authorize the insuance of such stock to such person(s) UPON such terms and for such consideration as they may deem appropriate.

The consideration may consist of any tangible or intangible property or benefit the corporation, including cash, promissory notes, services performed, promises to perform services evidenced by a written contract, or other securities of the corporation.

ARTICLE VI: PREEMPTIVE RIGHTS

The corporation elects to have preemptive rights. Every shareholder, upon the sale for cash of any new or reissued stock of this corporation, shall have the right to purchase his prorate share thereof at the price at which it is offered to others.

ARTICLE VII: INITIAL REGISTERED OFFICE AND REGISTERED AGENT

The street address of the corporation's initial registered office is 8340 N.E. 2ND AVENUE - MIAMI, FLORIDA 33138, and the registered agent at that office is MARIE YOLAINE MYRTIL FERDILUS

ARTICLE VIII: INITIAL BOARD OF DIRECTORS

The corporation shall have (7) Directors constituting the initial board of directors. The number of directors may be increased or decreased from time by the laws.

The initial Board of Directors of the Corporation shall be comprised of:

Marie Yolaine Myrtil Ferdilus President

Sandra Francis Vice-President

Marie Danele Myrtil Treasurer
Stephane Dorvily Secretary
Carmen Valerie Dorvily Member
David Dorvily Member
Margarette Myrtil Member

ARTICLE IX: INCORPORATOR

The incorporator of the corporation is as follow: Marie Yolaine Myrtil Ferdilus., 8340 N.E. 2ND AVENUE - SUITE 235, MIAMI, FLORIDA 33138

CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE SERVICE OF PROCESS WITHIN THIS STATE, NAMING AGENT UPON PROCESS MAY SERVED

Pursuant to Chapters 48-091 and 607.0501 of the Florida Statues, the following is submitted, in compliance with said acts:

First that Marie Yolaine Myrtil Ferdilus desiring to organize under the laws of the States of Florida with its principal office as indicated in the Articles of Incorporation at City of Miami, County of Dade, State of Florida, in the City of Miami, County of Dade, State of Florida, as its agents to accept service of process within this State. Acceptance of Agent: MARIE YOLAINE MYRTIL FERDILUS

ACKNOWLEDGMENT:

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

REGISTERED AGENT/INCORPORATOR