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Florida Department of State

Division of Corporations

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Account Name : FAS-T CORP. AGENTS, INC.
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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FLORIDA PROFIT CORPORATION OR P.A.**MILLENNIUM INTERNATIONAL INVESTMENTS CORP.**

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FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

September 11, 1998

FAS-T AGENTS INC

SUBJECT: MILLENNIUM INTERNATIONAL INVESTMENTS CORP.
REF: W98000020732

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FAX Aud. #: H98000016853
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ARTICLES OF INCORPORATION
OF

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MILLENNIUM INTERNATIONAL INVESTMENTS GROUP CORP.
The undersigned incorporator(s), for the purpose of forming a corporation under the Florida General Corporation Act, hereby adopt(s) the following Articles of incorporation.

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE I NAME

The name of the corporation shall be: MILLENNIUM INTERNATIONAL INVESTMENTS GROUP CORP.

The principal place of business of this corporation shall be:
225 SW 2nd Ave. Homestead, FL 33030

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:

10,000,000 Shares \$ 0.001 par value

ARTICLE IV TERM OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE V OFFICERS DIRECTORS

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

Nissan Shukrie

3510 N.E. 167th St. North Miami Beach, FL 33160

M. Arshid Shad

2801 Ponce de Leon Blvd., Suite 680 Coral Gables, FL 33134

Prepared by: Nissan Shukrie
3510 N.E. 167th St.
North Miami Beach, FL 33160
(305) 246-3203

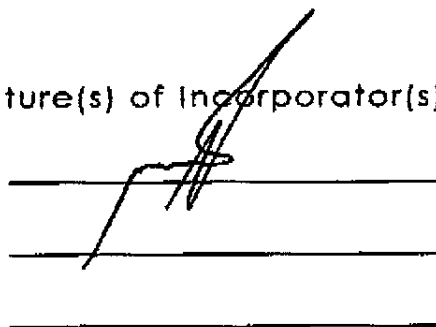
ARTICLE VI INCORPORATOR(S)

The name(s) and street address(es) of the incorporator(s) to this articles of incorporation is(are):

Nissan Shukrie
225 SW 2nd.Ave.
Homestead,Fl. 33030

IN WITNESS WHEREOF, the undersigned incorporator(s) has(have) executed these Articles of Incorporation this 9th. day of September, 1998

Signature(s) of Incorporator(s)



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:

MILLENNIUM INTERNATIONAL INVESTMENTS GROUP CORP.

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

Nissan Shukrie, 225 SW 2nd. Ave. Homestead, Fl 33030
(P.O. BOX NOT ACCEPTABLE)

(CITY/STATE/ZIP)

SIGNATURE _____

TITLE _____

DATE _____

DIRECTOR

09/10/98

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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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 _____

09/10/98