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TO: DIVISION OF CORPORATIONS

FAX #: (850)487-6013

FROM: EMPIRE CORPORATE KIT COMPANY

ACCT#: 072450003255

CONTACT: RAY STORMONT PHONE: (305)541-3694

FAX #: (305)541-3770

NAME: GLOBE ENTERPRISES CORPORATION

AUDIT NUMBER...... H98000019454

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

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ARTICLES OF INCORPORATION

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GLOBE ENTERPRISES CORPORATION

SECRETARY OF STATE TALLAHASSEE, FLORIDA

ARTICLE I - NAME

The name of this corporation is GLOBE ENTERPRISES CORPORATION.

ARTICLE II - DURATION

This Corporation shall have perpetual existence.

ARTICLE III - PURPOSE

The Corporation may engage in any activity or business permitted under the laws of the United Stated or of the State of Florida.

ARTICLE IV - CAPITAL STOCK

The corporation shall have 10,000 shares common stock, with \$1.00 par value each.

ARTICLE V - INITIAL REGISTERED OFFICE AND AGENT

The name and address of the initial registered agent is Hanna Rabenseifner, 905 Brickell Bay Dr. #1831, Miami, FL 33131.

ARTICLE VI - PRINCIPAL OFFICE

The principal office is located at 4201 Collins Avenue #2503, Miami Beach, FL 33140.

THIS DOCUMENT WAS PREPARED BY:

HANNA RABENSEIFNER, ESQ., 905 Drickell Bay Dr. #1831, Miemi, FL 33131, FL Bar No. 750281; (305) 358-8575

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ARTICLE VII - INITIAL BOARD OF DIRECTORS

This Corporation shall have one Director initially. The number of Directors may be increased or diminished from time to time by the By-Laws but shall never be less than one. The name and address of the initial director is Nestore Scodro, 4201 Collins Avenue #2503, Miami Beach, FL 33140.

ARTICLE VIII - INDEMNIFICATION

The Corporation shall fully indemnify any Officer or Director, or any former Officer or Director, to the full extent permitted by law.

ARTICLE IX - INCORPORATOR

The name and address of the person signing these Articles is Hanna Rabenseifner, 905 Brickell Bay Dr. #1831, Miami, FL 33131.

ARTICLE X - AMENDMENT

This Corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, in accordance with the law.

IN WITNESS WHEREOF, the undersigned has executed these Articles of Incorporation this 19th day of October, 1998.

HANNA RABENSETENER

acceptance by registered agent

HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE ABOVESTATED CURPORATION, AT THE PLACE DESIGNATED IN ARTICLE V OF THESE ARTICLES OF INCORPORATION, THE UNDERSIGNED HEREBY AGREES TO ACT IN THIS CAPACITY, AND FURTHER AGREES TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATIVE TO THE PROPER AND COMPLETE DISCHARGE OF HER DUTIES.

DATED THIS 19TH DAY OF OCTOBER, 1998.

HANNA RABENSEIPNER

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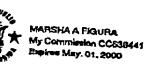
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STATE OF FLORIDA)
COUNTY OF DADE)

BEFORE ME, a Notary Public authorized in the State and County set forth above, personally appeared HANNA RABENSEIFNER, known to me as the person who, as Incorporator, executed the foregoing Articles of Incorporation of GLOBE ENTERPRISES CORPORATION and acknowledged before me that she executed those Articles of Incorporation. She is personally known to me or produced as identification and took an oath.

IN WITNESS WHEREOF, I have hereunto set my hand and affix my seal this 19th day of October, 1998.

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