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Florida Department of State
Division of Corporations
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To:

Division of Corporations
Fax Number : (850) 487-6013

From:

Account Name : FAS-T CORP. AGENTS, INC.
Account Number : 071001002335
Phone : (305) 599-0839
Fax Number : (305) 716-0346

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98 OCT 27 AM 7:45

FLORIDA PROFIT CORPORATION OR P.A.

SOUTH OCEAN GROUP, INC.

Certificate of Status	0
Certified Copy	1
Page Count	03
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ARTICLES OF INCORPORATION
OF

SOUTH OCEAN GROUP, INC.

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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.

ARTICLE I NAME

The name of the corporation shall be: SOUTH OCEAN GROUP, INC.

The principal place of business of this corporation shall be: 2550 NW 72 Ave. Suite 115, Miami, Fl. 33122

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:

300 Shares \$1.00 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):

PRESIDENT: Roseliano R. Celis
2550 NW 72 Ave. Suite 115
Miami, Fl 33122

Prepared by: Michael I. Santucci, Esq.
FBN 105260
5201 NW 74th. Ave.
Miami, Fl 33166
i-800-714-6191

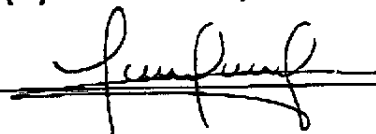
ARTICLE VI INCORPORATOR(S)

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

Roseliano R. Celis
2550 NW 72 Ave, Suite 115
Miami, Fl 33122

IN WITNESS WHEREOF, the undersigned incorporator(s)
has (have) executed these Articles of Incorporation
this, 27th. day of October 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:

SOUTH OCEAN GROUP, INC.

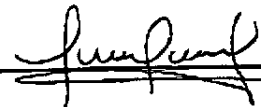
2. The name and address of the registered agent and office is:

Roseliano R. Celis, 2550 NW 72 Ave. Suite 115
(P.O. BOX NOT ACCEPTABLE)

Miami, Fl 33122
(CITY/STATE/ZIP)

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SIGNATURE _____



TITLE _____

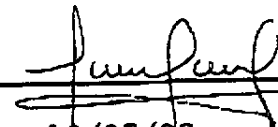
PRESIDENT

DATE _____

10/27/98

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 _____

10/27/98