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Florida Department of State
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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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DIVISION OF CORPORATIONS
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FLORIDA PROFIT CORPORATION OR P.A.

NOTEBOOK MASTERS CORP.

F. CHESSEY OCT 30 1998

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

The undersigned incorporator(s), for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopts(s) the following Articles of Incorporation.

ARTICLE I NAME

The name of the corporation shall be:

NOTEBOOK MASTERS CORP.

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

4805 NW 79th Ave. Suite # 13, Miami, FL 33166

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 any other state, country, territory or nation.

ARTICLE III CAPITAL STOCK

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

1000 SHARES \$ 1.00 PER VALUE

ARTICLE IV TERMS OF EXISTENCE

This corporation is to exist perpetually.

Prepared by:

Hispan American Services Inc.
1889 W. Flagler St.
Miami, FL 33135
(305) 541-1040

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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,

CLADSON M. FRANCA DE ARAUJO
16454 SW 103rd Lane
Miami, FL 33196

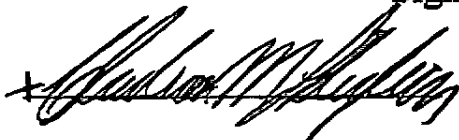
ARTICLE VI INCORPORATOR(S)

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

CLADSON M. FRANCA DE ARAUJO
16454 SW 103rd Lane
Miami, FL 33196

IN WITNESS WHEREOF, the undersigned incorporator(s) has(have) executed these Articles of Incorporation this 26 day of October, 1998

Signature(s) of Incorporator(s)



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

1. The name of the corporation _____

NOTEBOOK MASTERS, CORP.

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

CLADSON M. FRANCA DE ARAUJO

16454 SW 103rd Lane, Miami, FL 33196

(P.O. BOX NOT ACCEPTABLE)

(ADDRESS OFFICE)

SIGNATURE _____


(corporate officer)

TITLE _____

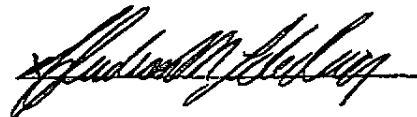
President

DATE _____

10/26/98

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 _____

10/26/98

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