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Florida Department of State  
Division of Corporations  
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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

FLORIDA PROFIT CORPORATION OR P.A.

BERNIE DEVELOPMENT, INC.

Certificate of Status	0
Certified Copy	1
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ARTICLES OF INCORPORATION

④

of

BERNIE DEVELOPMENT, INC  
(name of corporation)

The undersigned subscriber(s) to these Articles of Incorporation, natural person(s) competent to contract, hereby form a corporation under the laws of the State of Florida.

ARTICLE I - CORPORATE NAME

The name of the corporation is:

BERNIE DEVELOPMENT, INC

ARTICLE II - DURATION

This corporation shall exist perpetually unless dissolved according to Florida law.

ARTICLE III - PURPOSE

The corporation is organized for the purpose of engaging in any activities or business permitted under the laws of the United States and the State of Florida.

ARTICLE IV - CAPITAL STOCK

The corporation is authorized to issue ONE HUNDRED shares ( 100 ) of FIVE Dollar(s) (\$ 5.00 ) par value Common Stock, which shall be designated "Common Shares."

ARTICLE V - INITIAL REGISTERED OFFICE AND AGENT

The street address of the Initial Registered Agent office and the name of the Initial Registered Agent at that office is:

NAME	BERNARDO MARIBONA		
ADDRESS	7925 W 25 AVE BAY-1		
CITY	HIALEAH	FLORIDA	ZIP 33016

The principal office, if known, or the mailing address of the corporation is:

NAME	BERNARDO MARIBONA		
ADDRESS	7925 W 25 AVE BAY-1		
CITY	HIALEAH	FLORIDA	ZIP 33016

ARTICLE VI - INITIAL BOARD OF DIRECTORS

This corporation shall have ONE ( 1 ) directors initially. The number of directors may be either increased or diminished from time to time by the By-Laws, but shall never be less than one (1). The names and addresses of the initial director(s) of the corporation are as follows:

NAME	BERNARDO MARIBONA		
ADDRESS	7925 W 25 AVE BAY-1		
CITY	HIALEAH	STATE FLORIDA	ZIP 33016
NAME			
PREPARED BY: JOSE SOSA,			
SOSA ACCOUNTING			
570 E. 49 ST			
HIALEAH, FL 33013			
(305) 688-1716			

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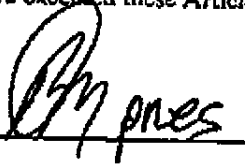
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ARTICLE VII - INCORPORATORS

The names and addresses of the incorporators signing these Articles of Incorporation are as follows:

NAME	BERNARDO MARIBONA		
ADDRESS	7925 W 25 AVE BAY-1		
CITY	HIALEAH	STATE	FLORIDA
		ZIP	33016
NAME			
ADDRESS			
CITY		STATE	
		ZIP	
NAME			
ADDRESS			
CITY		STATE	
		ZIP	

IN WITNESS WHEREOF, the undersigned subscriber(s) have executed these Articles of Incorporation this 27th day of October, 19 98.

 (Seal)  
\_\_\_\_\_  
\_\_\_\_\_  
\_\_\_\_\_ (Seal)

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CERTIFICATE AND ACKNOWLEDGEMENT  
OF REGISTERED AGENT

CERTIFICATE OF REGISTERED AGENT  
OF

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TALLAHASSEE, FLORIDA

BERNIE DEVELOPMENT, INC  
(name of corporation)

Pursuant to Florida Statutes Sections 48.091 and 607.0501, the following is submitted:  
The above corporation, desiring to organize under the laws of the State of Florida with  
its registered office as indicated in the Articles of Incorporation

at 7925 W 25 AVE BAY-1

HIALEAH, FL 33016

has named BERNARDO MARIBONA

located at the aforesaid address, as its Registered Agent to accept service of process  
within this state.

ACKNOWLEDGEMENT

Having been named as Registered Agent to accept service of process for the above  
stated corporation at the place designated in this certificate, and being familiar with  
the obligations of that position, I hereby accept to act in this capacity, and agree to  
comply with the provisions of Florida Law in keeping open said office.

Bernardo Maribona  
(registered agent)

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