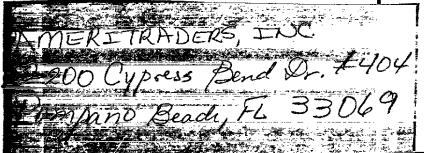
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| Mail out NEW FILINGS: Profit | □ wi | AMENDMENTS: Amendment | tocopy ficer/ Director | Certificate o | of Status SECRETARY TALLAHASSE |
| Mail out NEW FILINGS: Profit NonProfit | □ wi | AMENDMENTS: Amendment Resignation of R.A., Of | tocopy ficer/ Director gent | Certificate o | of Status |

| OTHER FILINGS |
|-------------------|
| Annual Report |
| Fictitious Name |
| Name Reservation |

| REGISTRATION/ QUALIFICATION |
|--------------------------------|
| Foreign |
| Limited Partnership |
| Reinstatement |
| Trademark |
| Other |

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| Examiner's Initials | | |

ARTICLES OF INCORPORATION OF

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98 DEC 11 PH 3: 19

AMERITRADERS, INC.

SECRETARY OF STATE TALLAHASSEE, FLORIDA

The undersigned, resident of the State of Florida, being twenty one (21) years or more of age, do hereby organize for the purpose of forming a corporation under the statutes of the State of Florida.

ARTICLE ONE NAME

The Name of the corporation shall be AMERITRADERS, INC.

ARTICLE TWO LOCATION

The location of the principal office of the corporation shall be 2200 Cypress Bend Dr. #404, Pompano Beach, Fl 33069.

ARTICLE THREE PURPOSE

The purpose of the corporation shall be to engage in any business not prohibet by the the statutes of the State of Florida.

ARTICLE FOUR MEMBERS

Membership in the organization shall be restricted to the following:

SAUL CARDENAS JUAN RINCON PABLO RINCON

ARTICLE FIVE OFFICERS

The officers of the corporation shall be elected by the general membership during a meeting called for such purposes. The names and addresses of the officers of the corporation until the next election shall be as follows:

1- SAUL CARDENAS - President 1847 Runner way North Lauderdale, Fl 33068 2-JUAN RINCON, Vice-President/Secretary 2200 Cypress Bend Dr., #404 Pompano Beach, Fl 33069

3-PABLO RINCON, Vice-President-/Treasurer 2200 Cypress Bend Dr. #404 Pompano Beach, Fl 33069

ARTICLE SIX CORPORATE STOCK

The stock of the corporation shall consist of one thousand (1,000) shares at one dollar (\$1.00) par value. The stock of the corporation shall be distributed as follows:

SAUL CARDENAS 45% JUAN RINCON 45% PABLO RINCON 10%

ARTICLE SEVEN DURATION

The duration of the corporation shall be perpetual.

ARTICLE EIGHT MEETINGS

The officers of the corporation shall meet, at least, once per month at a time, place and date designated by the By Laws of the Corporation. The annual meeting shall be held in the month of December of each year.

ARTICLE NINE BY - LAWS AND AMENDMENTS

The By-Laws and amendments to it shall be made by a designee of the president of the corporation.

The By - Laws and amendments shall be approved by a majority of the membership.

ARTICLE TEN REGISTERED AGENT

The registered agent for the corporation shall be Juan Rincon, and the address where process can be served to the corporate agent is 2200 Cypress Bend Dr. #404, Pompano Beach, Fl 33069.

ARTICLE ELEVEN LIMITATION OF POWERS

Not withstanding any other provisions of these articles, this corporation shall not carry out any activities not permitted to be carried out by a corporation incorporated under the statutes of the State of Florida.

ARTICLE TWELVE DISSOLUTION CLAUSE

In the event of dissolution, the residual assets of the corporation shall be distributed as prescribed by the Statutes of the State of Florida.

IN WITNESS WHEREOF the undersigned, being incorporator of this corporation, have executed these articles of incorporation this 09 day of the month of December, of the year 1998.

SAUL CARDENAS

JUAN RINCON

PABLO RINCON

State of Florida

S.S.

County of Broward

Before me, the undersigned authority, personally appeared Saul Cardenas, Juan Rincon and Pablo Rincon, to me known to be the persons who executed the foregoing articles of incorporation and acknowledged before me, according to the law that he made and subscribed the purpose therein mentioned and set forth.

NOTARY PUBLIC

LILIAN TORRES

COMMY Comm Exp. 6/20/00

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ACCEPTANCE BY THE REGISTERED AGENT SECRETARY OF STATE

Having been named to accept services and processes for AMERITRADERS, Inc., at a place designated by the articles of incorporation, I hereby accept to Act in this capacity and agree to comply with the provisions of the Florida Statutes, relative to keeping open said office for services and process.

Juan Rincon, Registered Agent

VOTARY PUBLIC

LILIAN TORRES

NOTARY

Sounded By Service Ins

No. CC564639

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