

Charter Number Only

PP900002105

Requestor's Name
Address
City State ZIP Phone

DATE ONLY

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-01/08/99--01006--014
*****78.75 *****78.75

CORPORATION(S) NAME

Makeba Ventures, Inc.

| | | |
|--|---|---|
| <input checked="" type="checkbox"/> Profit | <input type="checkbox"/> Amendment | <input type="checkbox"/> Merger |
| <input checked="" type="checkbox"/> NonProfit | <input type="checkbox"/> Dissolution | <input type="checkbox"/> Mark |
| <input type="checkbox"/> Foreign | <input type="checkbox"/> Annual Report | <input type="checkbox"/> Other |
| <input type="checkbox"/> Limited Partnership | <input type="checkbox"/> Reservation | <input type="checkbox"/> Change of Registered Agent |
| <input type="checkbox"/> Reinstatement | <input type="checkbox"/> Photo Copies | <input type="checkbox"/> Certificate Under Seal |
| <input checked="" type="checkbox"/> Certified Copy | <input type="checkbox"/> Call If Problem | <input type="checkbox"/> After 4:30 |
| <input type="checkbox"/> Call When Ready | <input type="checkbox"/> Will Wait | <input type="checkbox"/> Mail Out |
| <input checked="" type="checkbox"/> Walk In | <input checked="" type="checkbox"/> Pick Up | |

FILED
99 JAN -8 PM 12:21
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Empire Toll Free: 1-800-432-3028

| | |
|----------------|--|
| Name | |
| Availability | |
| Document | |
| Examiner | |
| Updater | |
| Verifier | |
| Acknowledgment | |
| W.P. Verifier | |

CERTIFIED COPY

RECEIVED
99 JAN -8 AM 9:27
DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION

of

MAKEBA Ventures, 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.

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TALLAHASSEE FLORIDA

ARTICLE I - CORPORATE NAME

The name of the corporation is:

makeba Ventures, 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 five hundred shares (500) of one Dollar(s) (\$ 1.00) 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 | <u>William Richardson</u> | | |
| ADDRESS | <u>1160 NW 128 St</u> | | |
| CITY | <u>miami</u> | FLORIDA | ZIP <u>33168</u> |

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

| | | | |
|---------|-----------------------------|---------|------------------|
| NAME | <u>MAKEBA Ventures Inc.</u> | | |
| ADDRESS | <u>1160 NW 128 St</u> | | |
| CITY | <u>miami</u> | FLORIDA | ZIP <u>33168</u> |

ARTICLE VI - INITIAL BOARD OF DIRECTORS

This corporation shall have two (2) 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:

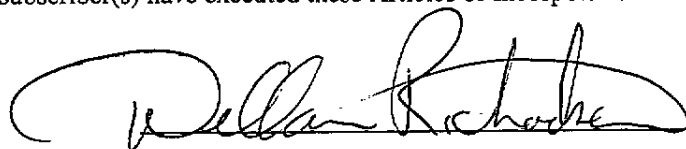
| | | | |
|---------|---------------------------|-------|-----------------------------|
| NAME | <u>William Richardson</u> | | |
| ADDRESS | <u>P.O. Box 4421</u> | | |
| CITY | <u>Hialeah FL.</u> | STATE | <u>FL.</u> ZIP <u>33014</u> |
| NAME | <u>Michelle O'neil</u> | | |
| ADDRESS | <u>PO Box 4421</u> | | |
| CITY | <u>Hialeah FL.</u> | STATE | <u>FL.</u> ZIP <u>33014</u> |
| NAME | | | |
| ADDRESS | | | |
| CITY | | STATE | ZIP |

ARTICLE VII - INCORPORATORS

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

| | | | |
|---------|---------------------------|-------|-----------------------------|
| NAME | <u>William Richardson</u> | | |
| ADDRESS | <u>P.O. Box 4421</u> | | |
| CITY | <u>Hialeah</u> | STATE | <u>FL.</u> ZIP <u>33014</u> |
| NAME | | | |
| ADDRESS | | | |
| CITY | | STATE | ZIP |
| NAME | | | |
| ADDRESS | | | |
| CITY | | STATE | ZIP |

IN WITNESS WHEREOF, the undersigned subscriber(s) have executed these Articles of Incorporation this 07 day of January, 19 99

 (Seal)

____ (Seal)

____ (Seal)

CERTIFICATE AND KNOWLEDGEMENT
OF REGISTERED AGENT

CERTIFICATE OF REGISTERED AGENT
OF

MAKEBA VENTURES, 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 1160 NW 128 ST
MIAMI, FL 33168
has named WILLIAM RICHARDSON
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 obliga-
tions 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.


(registered agent)

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TALLAHASSEE FLORIDA