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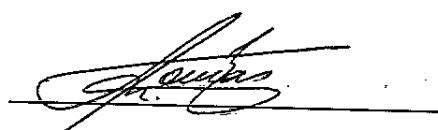
March 23, 1999

Department of State  
Division of Corporations  
409 East Gaines Street  
Tallahassee, Florida 32399

700002821857--9  
-03/29/99--01097--013  
\*\*\*\*122.50 \*\*\*\*78.75

SUBJECT: HIPOCAMPUS IMPORT/EXPORT CORP.

I enclose an original and one copy of the Articles of Incorporation for the above corporation and a check in the amount of \$122.50.



From:

TOMAS A. PEREZ  
999 N.E. 167 STREET # 316  
North Miami, Florida 33162  
PHONE: (305) 493-1367

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SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
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ARTICLES OF INCORPORATION  
FOR  
**HIPOCAMPUS IMPORT/EXPORT CORP.**

ARTICLE I

The name of the Corporation shall be:

**HIPOCAMPUS IMPORT/EXPORT CORP.**

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ARTICLE II

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

**999 N.E. 167 STREET # 316**  
**North Miami, Florida 33162**

ARTICLE III

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

**7500 SHARES**

ARTICLE IV

The name and address of the initial registered agent is:

TOMAS A. PEREZ  
**999 N.E. 167 STREET # 316**  
**NORTH MIAMI, FL 33162**

ARTICLE V

This corporation shall have officers and directors initially. The names and addresses of the initial officers and directors who shall hold office for the first year of the corporation, or until their successors are elected or appointed are:

**TOMAS A. PEREZ**  
**999 N.E. 167 STREET # 316**  
**NORTH MIAMI, FL. 33162**

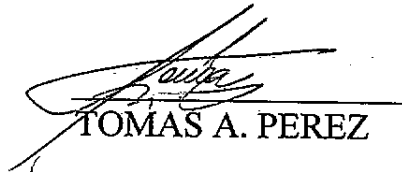
**MARISELA SENIOR**  
**999 N.E. 167 STREET # 316**  
**NORTH MIAMI, FL. 33162**

ARTICLE VI

The name and street address of the incorporator to these Articles of Incorporation is:

**TOMAS A. PEREZ**  
**999 N.E. 167 STREET # 316**  
**NORTH MIAMI, FLORIDA 33162**

The undersigned has executed these Articles of Incorporation the 23<sup>rd</sup> Day of March, 1999.

  
**TOMAS A. PEREZ**

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

Pursuant to the provisions of Section 607.0501, 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 is:

**HIPOCAMPUS IMPORT/EXPORT CORP.**

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

**TOMAS A. PEREZ**  
**999 N.E. 167 STREET # 316**  
**NORTH MIAMI, FLORIDA 33162**

SIGNATURE:   
TITLE: President  
DATE: March 23, 1999

HAVING BEEN NAMED AS REGISTERED AGENT AND TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY ACCEPT THE APPOINTMENT AS REGISTERED AGENT AND AGREE TO ACT IN THIS CAPACITY. I FURTHER AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATING TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES, AND I AM FAMILIAR WITH AND ACCEPT THE OBLIGATIONS OF MY POSITION AS REGISTERED AGENT.

SIGNATURE:   
DATE: March 23, 1999

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