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To: Division of Corporations
Fax Number : (850)922-4001

From: Account Name : PEREZ, HEHAR & ASSOCIATES, INC.
Account Number : I19980000081
Phone : (305)949-4738
Fax Number : (305)949-6652

FLORIDA PROFIT CORPORATION OR P.A.

Allstar Models & Promotions, Inc.

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4/8/99

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**ARTICLES OF INCORPORATION
OF
ALLSTAR MODELS & PROMOTIONS, INC.**

We, the undersigned, all of whom are of legal age, do hereby associate ourselves for the purpose of becoming a corporation under the laws of the State of Florida authorizing the formation of corporations.

ARTICLE I

The name of this corporation shall be:
ALLSTAR MODELS & PROMOTIONS, INC.

ARTICLE II

The purpose is to engage in any activities or business permitted under the laws of the United States and the State of Florida.

ARTICLE III

It shall have the authority to issue 100 shares of stock, all of one class, with \$ 1.00 par value.

ARTICLE IV

The corporation shall begin with \$ 100.00 capital.

ARTICLE V

The period of its duration is perpetual.

ARTICLE VI

The address of its principal office is:

**12955 NW 23rd St.
Pembroke Pines, FL. 33028**

Prepared by:
Perez, Behar & Associates, Inc.
14730 NE 10th Ave.
N Miami, Fl. 33161
(305) 949-4738

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ARTICLE VII

The number of directors constituting its initial Board of Directors is
(1) whose name(s) and address(es) is (are):

Natalia China
12955 NW 23rd St.
Pembroke Pines, Fl. 33028
President 100%

ARTICLE VIII

The name and address of the subscriber is:

Natalia China
12955 NW 23rd St.
Pembroke Pines, Fl. 33028

ARTICLE IX

The permanent agent and address for the corporation shall be:

PEREZ, BEHAR & ASSOCIATES, INC.
14730 N.E. 10TH AVENUE
N.MIAMI, FL. 33161

ARTICLE X

Shareholders shall be entitled to preemptive rights.


Natalia China

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CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE SERVICE OF PROCESS WITHIN FLORIDA, NAMING AGENT UPON WHOM PROCESS MAY BE SERVED. IN COMPLIANCE WITH SECTION 48.091, FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED:

FIRST THAT ALLSTAR MODELS & PROMOTIONS, INC. DESIRING TO ORGANIZE OR QUALIFY UNDER THE LAWS OF THE STATE OF FLORIDA, WITH ITS PRINCIPAL PLACE OF BUSINESS AT CITY OF PEMBROKE PINES, STATE OF FLORIDA HAS NAMED PEREZ, BEHAR & ASSOCIATES, INC. AS ITS AGENT TO ACCEPT SERVICE OF PROCESS WITHIN FLORIDA.

Signature: *Ramon Perez*

Title: PRESIDENT

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.

Signature: *Ramon Perez*
RAMON PEREZ/ VICE-PRESIDENT
PEREZ, BEHAR & ASSOCIATES, INC.

Date: 4-9-99

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