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Florida Department of State
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To:

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

From:

Account Name : EMPIRE CORPORATE KIT COMPANY
Account Number : 072450003255
Phone : (305) 541-3694
Fax Number : (305) 541-3770

FLORIDA PROFIT CORPORATION OR P.A.

CYBERBONES.COM, INC.

| | |
|-----------------------|---------|
| Certificate of Status | 0 |
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TALLAHASSEE FLORIDA

B. McKnight JUN 03 1999

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ARTICLES OF INCORPORATION

OF:

CYBERBONES.COM, INC.

ARTICLE I

NAME: The name of this corporation is: **CYBERBONES.COM, INC.**

LOCATION: 1505 Mayo Street, Hollywood, Florida, 33020.

ARTICLE II

DURATION: This corporation shall have perpetual existence commencing at the filing of the Articles of Incorporation with the Department of State.

ARTICLE III

PURPOSE: This corporation is organized under the laws of the State of Florida, for the purposes of transacting any and all lawful business.

ARTICLE IV

CAPITAL STOCK: This corporation is authorized to issue: **TWO HUNDRED (200)** **SHARES** of **TWO HUNDRED DOLLARS (\$200)** par value common stock.

ARTICLE V

RIGHTS UPON LIQUIDATION OR DISSOLUTION: In the event of any voluntary or involuntary liquidation, dissolution or winding up of this corporation, the holders of record of the common shares all receive a ratable distribution of the assets of the corporation.

The Law Office of Andrew M. David
2903 Salzedo Street
Coral Gables, Florida 33134
Ph: (305) 476-3939
Fax: (305) 444-2919

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ARTICLE VI

PREEMPTIVE RIGHTS: Each shareholder, upon the sale for cash of any new stock of this corporation shall have the right to purchase (his) (her) pro rata share thereof (as nearly as may be done without issuance of fractional shares) at the price at which is offered to others.

ARTICLE VII

INITIAL REGISTERED PRINCIPAL OFFICE AND AGENT: The street address of the initialed registered office of this corporation is:

2903 Salzedo Street, Suite 101, Coral Gables, Florida. 33134

The name of the initial registered agent of the corporation at that address is:

Andrew M. David, Esq.

Having been named as registered agent to accept service of process for the above stated corporation at the place designated in this certificate, I hereby am familiar with and accept the duties and responsibilities as registered agent for said corporation.

Dated: June 1, 1999

Andrew David
Registered Agent
Printed Name:

ANDREW M. DAVID, Esq.

ARTICLE VIII

INITIAL BOARD OF DIRECTORS: This corporation shall have 2 directors initially. The number of directors may be increased or diminished from time to time as provided for by the Bylaws, but shall never be less than one. The name of the initial directors of this corporation are as follows:

President:

LAWRENCE DAVID

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Vice President: **MARIA HELNA MARTINS**

ARTICLE IX

INCORPORATORS: The names and addresses of the persons signing these Articles are:

LAWRENCE DAVID **1505 Mayo Street, Hollywood, Florida 33020**

MARIA HELANA MARTINS **1504 Wiley Street, Hollywood, Florida 33020**

ARTICLE X

The power to adopt, alter, amend and repeal bylaws shall be vested in the Board of Directors and the shareholders.

ARTICLE XI

RESTRICTIONS ON THE TRANSFER OF STOCK: Shares of capital stock of this corporation shall be issued initially to the following persons in the amount set opposite their names:

LAWRENCE DAVID **100 SHARES**

LYNN KELLY **100 SHARES**

Shares held by the initial shareholders listed above may not be resold or otherwise transferred to others unless such shares are first offered to the remaining shareholders or to this corporation. The price and terms at which, and the time within which, such shares may be offered and sold, shall be further specified by written agreement among all of the shareholders and this corporation.

ARTICLE XII

CUMULATIVE VOTING: At each election for directors, each shareholder entitled to vote at such election shall have the right to cumulate his votes by giving one candidate as many votes as

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the number of directors to be elected at the time multiplied by the number of shares, or distributing such votes on the same principle among any number of such candidates.

ARTICLE XIII

CALLING OF SPECIAL MEETINGS: Special meeting of the shareholders may be called by the Board of Directors.

ARTICLE XIV

SHAREHOLDER QUORUM AND VOTING: Fifty percent (50%) of the shares plus one entitled to vote represented in person or by proxy shall constitute a quorum at the meeting of shareholders. If the quorum is present, the affirmative vote of fifty percent (50%) of the shares plus one represented at the meeting and entitled to vote on the subject matter, shall be the act of the shareholders.

ARTICLE XV

AMENDMENT: This corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment hereto, and any right conferred upon the shareholders is subject to this reservation.

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IN WITNESS WHEREOF, the undersigned subscribers have executed these Articles of Incorporation this 2nd day of June, 1999.

Printed name:

LAWRENCE DAVIDLawrence David

Printed name:

Maria Helena Martins

STATE OF FLORIDA)

) SS: 104-68-1206

COUNTY OF DADE)

BEFORE ME the undersigned authority, an officer duly authorized in the State of Florida to take acknowledgments, personally appeared: LAWRENCE DAVID to me known to the person described in and who is personally known to who executed the same for purposes therein expressed.

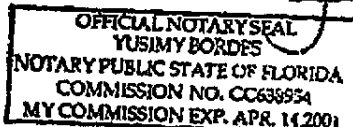
WITNESS my hand and seal in the County and State aforementioned on this 2nd day of June, 1999.

Yusimy Bordes
Notary Public, State of Fla. At Large

Printed Name:

Yusimy Bordes

My Commission Expires:



STATE OF FLORIDA)

) SS: 146-40-2013

COUNTY OF DADE)

BEFORE ME the undersigned authority, an officer duly authorized in the State of Florida to take acknowledgments, personally appeared: Maria H. Martins to me known to be the person described in and who is personally known to me and who executed the same for the purposes therein expressed.

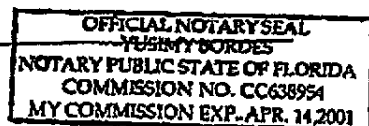
2nd day of June, 1999. WITNESS my hand and seal in the County and State aforementioned on this

Yusimy Bordes
Notary Public, State of Fla. —
At Large

Printed name:

Yusimy Bordes

My Commission Expires:



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