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CORPORATION NAME(S) AND DOCUMENT NUMBER(S) (if known):

Scorpio Ventures Inc.

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ARTICLES ONLY



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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

99 JUL 15 PM 1:52

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NEW FILINGS	
☒	Profit
☐	Non Profit
☐	Limited Liability
☐	Domestication
☐	Other

AMENDMENTS	
☐	Amendment
☐	Resignation of R.A. Officer/Director
☐	Change of Registered Agent
☐	Dissolution/Withdrawal
☐	Merger

OTHER FILINGS	
☐	Annual Report
☐	Fictitious Name
☐	Name Reservation

REGISTRATION/QUALIFICATION	
☐	Foreign
☐	Limited Partnership
☐	Reinstatement
☐	Trademark
☐	Other



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ARTICLES OF INCORPORATION
OF
SCORPIO VENTURES, INC.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned incorporator, for the purpose of forming a corporation under the Florida General Corporation Act, hereby adopts the following Articles of Incorporation:

FIRST: The name of the corporation shall be SCORPIO VENTURES, INC.

SECOND: The principal place of business and mailing address of this corporation shall be P.O. Box 7301, Jupiter, Florida 33468.

THIRD: The duration of the corporation shall be perpetual.

FOURTH: This Corporation may engage in any activity or business permitted under the laws of the United States and of the State of Florida.

FIFTH: The aggregate number of shares of stock that the corporation is authorized to have outstanding at any one time is one thousand (1,000), all of which shall have a par value of One (\$1.00) Dollar and are of the same class and are to be common shares.

SIXTH: The name and street address of the initial officers and directors of the corporation, who shall hold office until their successors are elected, are:

NAME AND ADDRESS

OFFICE

Vicki L. Solari
c/o 250 Australian Avenue South
Suite 500
West Palm Beach, Florida 33401

President/Director

SEVENTH: The name and street address of the initial registered agent is:

Vicki L. Solari
c/o 250 Australian Avenue South, Suite 500
West Palm Beach, Florida 33401

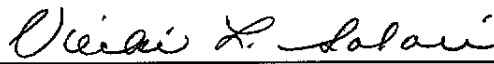
EIGHTH: The name and street address of the incorporator to these Articles of Incorporation is:

Vicki L. Solari
c/o 250 Australian Avenue South
Suite 500
West Palm Beach, Florida 33401

NINTH: The corporation shall, to the fullest extent permitted by the provisions of the Florida General Corporation Act, as the same may be amended and supplemented, and in the manner provided for in the By-Laws, indemnify any and all persons whom it shall have power to indemnify under said provisions.

TENTH: The corporate existence of the corporation shall commence upon the filing of these Articles of Incorporation by the Department of State, State of Florida.

IN WITNESS WHEREOF, I do hereby subscribe these Articles of Incorporation on this 14th day of July, 1999.


Vicki L. Solari
INCORPORATOR

STATE OF FLORIDA)
) ss.:
COUNTY OF PALM BEACH)

The foregoing instrument was acknowledged before me this 14th day of July, 1999, by Vicki L. Solari, who is personally known to me or who has produced a valid Florida driver's license as identification.

OFFICIAL NOTARIAL SEAL:




JEANNE M BATTLES

(type, print, or stamp name)
Notary Public

My Commission Expires:

Commission No.: _____

**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 SCORPIO VENTURES, INC.
2. The name and address of the registered agent and office is:

Vicki L. Solari
c/o 250 Australian Avenue South, Suite 500
West Palm Beach, Florida 33401

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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Vicki L. Solari
Signature of Corporate Officer

Title: President/Director

Date: July 14, 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 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.

Vicki L. Solari
Signature
Registered Agent

Date: July 14, 1999