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

From: Account Name : FAS-T CORP. AGENTS, INC.
Account Number : 071001002335
Phone : (305) 599-0839
Fax Number : (305) 716-0346

FLORIDA PROFIT CORPORATION OR P.A.

EPIC GOLD, INC.

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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**ARTICLES OF INCORPORATION
OF
EPIC GOLD, INC.**

The undersigned, for the purposes of forming a corporation under the Florida General Corporation Act hereby adopt the following Articles of Incorporation.

ARTICLE I

Name and Principal Place of Office and Mailing Address:

The name of the corporation shall be EPIC GOLD, INC., and the initial principal office and mailing address for the Corporation is: 36 Northeast First Avenue, Miami, FL 33132, Suite #427.

ARTICLE II

DURATION

The term of existence of the corporation is perpetual.

ARTICLE III

PURPOSE

The purpose of this corporation is as follows:

The corporation may transact any and all lawful business for which corporations may be incorporated under Florida General Corporation Act.

ARTICLE IV

CAPITAL STOCK

The aggregate number of shares which the corporation has authority to issue is 500 all of which shall be common shares with par value of \$1.00.

ARTICLE V

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REGISTERED OFFICE

The street address of the initial registered office of the corporation is 1840 West 49 St., Suite 411, Hialeah, FL 33012, and the name of the initial registered agent at such address is: Anthony Dieguez, J.D..

ARTICLE VI

DIRECTORS

The Board of Directors of the corporation shall consist of at least one (1) number.

The initial directors shall be: Salomon Calderon Uziel
Mauricio Burstein Uziel
Rolando Uziel Candiotti
Mauricio Calderon Uziel

ARTICLE VII

OFFICERS

The names and addresses of the Officers of the Corporation are:

President	:	Salomon Calderon Uziel Fco. I. Madero #55-401 Col. Centro México D. F. 06000
Vice President	:	Mauricio Burstein Uziel Fco. I. Madero #55-401 Col. Centro México D. F. 06000
Treasurer	:	Rolando Uziel Candiotti Fco. I. Madero #55-401 Col. Centro México D. F. 06000
Secretary	:	Mauricio Calderon Uziel Fco. I. Madero #55-401 Col. Centro México D. F. 06000

ARTICLE VIII

INCORPORATOR

The names and addresses of the incorporator is: Rolando Uziel Candiotti, Fco. I. Madero #55-401, Col. Centro México D. F. 06000.

IN WITNESS WHEREOF, I subscribed my name, this 10th day of August, 1999.

Rolando Uziel Candiotti
ROLANDO UZIEL CANDIOTTI

STATE OF FLORIDA)
) S.S.
COUNTY OF DADE 10th)

On this 10th day of August, 1998, before me the undersigned officer, personally appeared, Rolando Uziel Candiotti, to me to be the person whose name is subscribed to in the within statement, and acknowledged that he executed the same for the purposes therein contained.

IN WITNESS WHEREOF, I have hereunto set my hand and official seal.

I. D. Provided
Fla. Drivers License

Anthony Dieguez
NOTARY PUBLIC, State of Florida

MY COMMISSION EXPIRES:

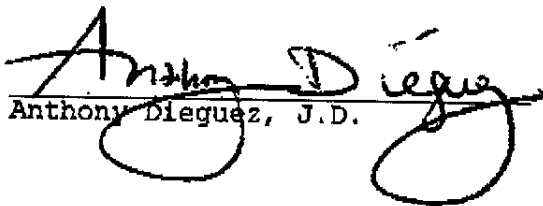
This Instrument is prepared by:
Anthony Dieguez, P. A.
1840 West 19th Street, Ste. 411
Hialeah, FL 33012



ACKNOWLEDGEMENT AND CONSENT OF REGISTERED AGENT

Having been made initial Registered Agent to accept service of process of the corporation at the initial registered office designation in these Articles of Incorporation, I hereby accept such status and consent to act in this capacity and agree to comply with all the requirements of the law pertaining thereto.

Dated this 10th day of August, 1999.


Anthony Dieguez, J.D.

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