Florida Department of State

Division of Corporations
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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 99 AUG 13 PM 1: 33

FLORIDA PROFIT CORPORATION OR P.A.

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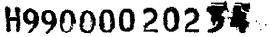
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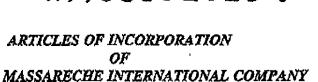
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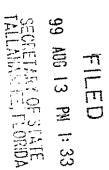
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AUG-13-1999 44:







The undersigned, for the purpose of forming a corporation under the laws of the State of Florida, does hereby adopt the following Articles of Incorporation:

ARTICLE I: NAME

The name of the corporation is: MASSARECHE INTERNATIONAL COMPANY

ARTICLE II: DURATION

The period of duration of this corporation is perpetual unless dissolved according to law. Corporate existence shall commence upon the filing of these Articles of Incorporation.

ARTICLE III: INITIAL REGISTERED OFFICE AND AGENT

The initial Registered Office and Agent of this Corporation shall be:

MASSIMO MASSARO 12S 79 NW 10 Court SUNRISE, FL 33323 - USA

ARTICLE IV: PRINCIPAL PLACE OF BUSINESS

The principal office address of this corporation is:

125 79 NW 10 Court SUNRISE, FL 33323 - USA

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These Articles of Incorporation were prepared by Richard J. Lind, Attorney at Law - Florida Bar Number 320064 - 2551 Tigertail Avenue, Miami, Florida 33133 U.S.A. Telephone: (305) 858-9191

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ARTICLE V: INITIAL BOARD OF DIRECTORS

The number of persons constituting the Board of Directors of this corporation shall be two (2) initially. The name and street address of the initial Directors is:

> MASSIMO MASSARO SANDRA ECHEVERRY 125 79 NW 10 Court SUNRISE, FL 33323 - USA

ARTICLE VI: OFFICERS

The initial President, Secretary and Treasurer of the Corporation is

MASSIMO MASSARO, President SANDRA ECHEVERRY, Secretary MASSIMO MASSARO, Treasury

ARTICLE VII: STOCK

The maximum number of shares that this corporation is authorized to issue and have outstanding is One Thousand Shares.

ARTICLE VIII: INCORPORATOR

The name and address of the Incorporator of these Articles of Incorporation is:

MASSIMO MASSARO 125 79 NW 10 Court SUNRISE, FL 33323 - USA

ARTICLE IX: AMENDMENTS

This corporation reserves the right to amend or repeal the provisions of these Articles of H99000020234 Incorporation or any amendments thereto.

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IN WITNESS WHEREOF, THE UNDERSIGNED INCORPORATOR

HAS EXECUTED THESE ARTICLES OF INCORPORATION THIS

12th DAY OF AUGUST 1999.

MASSIMO MASSARO Incorporator

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CERTIFICATE OF DESIGNATION REGISTERED AGENT & REGISTERED OFFICE

Pursuant to the provisions of the 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:

The name of this corporation is: MASSARECHE INTERNATIONAL COMPANY

The name and address of the Registered Agent and Registered Office is:

MASSIMO MASSARO 125 79 NW 10 Court SUNRISE, FL 33323 - USA

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.

DATED: AUGUST 12, 1999

99 AUG 13 PH 1: SECRETARY OF STAT

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