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Florida Department of State
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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.

SOUTH BEACH GOODIES, INC.

Certificate of Status	0
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B. McKnight AUG 23 1999

ARTICLE OF INCORPORATION

OF

SOUTH BEACH GOODIES, INC.

The undersigned incorporator(s), for the purpose of forming a corporation under the Florida General Corporation Act, hereby adopt(s) the following Articles of Incorporation.

ARTICLE I NAME

The name of the corporation shall be: South Beach Goodies, Inc.

The principal place of business of this corporation shall be:

1228 West Ave. # 904
Miami Beach, Florida 33139

ARTICLE II NATURE OF BUSINESS

This corporation may engage in or transact any or all lawful activities or business permitted under the laws of the United State, the State of Florida, or any other state, country, territory or nation.

ARTICLE III CAPITAL STOCK

The aggregate number of shares of stock and its par value that this corporation is authorized to have outstanding at any one time is: $100 \times \$ 10.00 = \$ 1,000.00$

ARTICLE IV TERM OF EXISTENCE

This corporation is to exist perpetually.

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ARTICLE V OFFICERS DIRECTORS

The name(s) and street address(es) of the initial officer(s) if any, who shall hold office the first year of the corporation's existence or until their successor(s) is (are) elected, is(are):

ILEANA M. BAUZA
1228 West Ave. # 904
Miami Beach, Florida 33139
DIRECTOR

ELMAN CONCEPCION
9270 Fontainebleau Blvd. # 501
Miami, Florida 33172
DIRECTOR

ILEANA CONCEPCION
9270 Fontainebleau Blvd. # 501
Miami, Florida 33172
DIRECTOR

ARTICLE VI INCORPORATOR(S)

The name(s) and street address(es) of the Incorporator(s) to these Article of Incorporation is (are):

ILEANA M. BAUZA
1228 West Ave. # 904
Miami Beach, Florida 33139
PRESIDENT (60 shares)

ELMAN CONCEPCION
9270 Fontainebleau Blvd. # 501
Miami, Florida 33172
SECRETARY (40 shares)

ILEANA CONCEPCION
9270 Fontainebleau Blvd. # 501
Miami, Florida 33172
TREASURER (40 shares)

The undersigned has(have) executed these Article of Incorporation this 23 th. day of August, 1999.


Signature/Title President


Signature/Title Secretary


Signature/Title Treasurer

CERTIFICATE OF DESIGNATION
REGISTERED AGENT/REGISTERED OFFICE

Pursuant to the provisions of sections 607.0501 or 617.0501, 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: _____
SOUTH BEACH GOODIES INC.

2. The name and address of the registered agent and office
is _____ Ileana M. Bauza
(Name)

1228 West Ave. # 904
(P. O. BOX NOT ACCEPTABLE)

Miami Beach, Florida 33139
(CITY/STATE/ZIP)

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HAVING BEEN NAMED AS REGISTERED AGENT AND TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION AT THE PLACE DESI 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 MY POSITION AS REGISTERED AGENT.

SIGNATURE _____

DATE 08-23-1999