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Florida Department of State
Division of Corporations
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FLORIDA PROFIT CORPORATION OR P.A.

DOWN TO EARTH, INC.

Certificate of Status	0
Certified Copy	1
Page Count	05
Estimated Charge	\$78.75

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ARTICLES OF INCORPORATION

OF

DOWN TWO EARTH, INC.

The undersigned incorporator hereby executes these Articles of Incorporation in order to form a corporation under the laws of the State of Florida.

ARTICLE I. NAME

The name of the corporation is: **DOWN TWO EARTH, INC.**

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ARTICLE II. NATURE OF BUSINESS

The corporation may engage in any activity or business permitted under the laws of the United States and of this State.

ARTICLE III. CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is 7500 shares of common stock having a nominal or par value of \$1.00 per share.

ARTICLE IV. TERM OF EXISTENCE

This corporation is to exist perpetually.

Kevin C. Lunsford
Attorney at Law
1975 E. Sunrise Blvd #715
Ft Lauderdale, FL 33304
FBN 776051

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ARTICLE V. ADDRESS

The initial principal office of this corporation in the State of Florida is: 1509 N.E. 16th Terrace, Fort Lauderdale, Florida 33304. The Board of Directors may from time to time move the principal office to any other address in Florida.

ARTICLE VI. REGISTERED AGENT

The initial Registered Agent is Ian King whose address is 1733 N.E. 38th Street, Oakland Park, Florida 33334, which is also known as the registered office.

ARTICLE VII. DIRECTORS

The corporation shall have two director(s), initially. The number of directors may be increased or diminished from time to time, by by-laws adopted by the stockholders, but shall never be less than one. The name and address of the initial director(s) is/are:

John Nocera
1509 N.E. 16th Terrace
Fort Lauderdale, FL 33304

Ian King
1733 N.E. 38th Street
Oakland Park, FL 33334

ARTICLE VIII. EFFECTIVE DATE

These Articles of Incorporation shall be effective upon the Secretary of State accepting and filing these Articles of Incorporation.

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ARTICLE IX. PREEMPTIVE RIGHTS

Every shareholder, upon the sale for cash of any new stock of this corporation of the same, kind, class or series as that which he already holds, shall have the right to purchase his pro rata share thereof (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

ARTICLE X. RESTRICTIONS ON TRANSFER OF SHARES

The corporation shall have right of first refusal as to any proposed transfer of shares.

ARTICLE XI. INCORPORATOR

The name and address of the person signing these Articles is:

Ian King
1733 N.E. 38th Street
Oakland Park, FL 33334

ARTICLE XII. AMENDMENT

These Articles of Incorporation may be amended in the manner provided by law. Every amendment shall be approved by the Board of Directors, proposed by them to the stockholders, and approved at a stockholders' meeting by a majority of the stock entitled to vote thereon, unless all of the directors and all the stockholders sign a written statement manifesting their intention that a certain amendment of these Articles of Incorporation be made.

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