

Division of Corporations

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FLORIDA PROFIT CORPORATION OR P.A.

GROWTH CONCEPTS, INC.

Certificate of Status	0
Certified Copy	0
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SMITH OCT 23 2002  
10/22/02

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ARTICLES OF INCORPORATION  
OF  
GROWTH CONCEPTS, INC.

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DIVISION OF CORPORATIONS

ARTICLE I—NAME

The name of this corporation is GROWTH CONCEPTS, INC.  
The address of this corporation is P.O. Box 171171, Miami, FL 33017.

ARTICLE II—DURATION

This corporation shall have perpetual existence commencing on the date of this filing of these Articles with the Department of State.

ARTICLE III—PURPOSE

This corporation is organized for the purpose of transacting any or all lawful business under the laws of the State of Florida and the United States of America.

ARTICLE IV—CAPITAL STOCK

This corporation is authorized to issue 750 shares of One Dollar (\$1.00) per value common stock which shall be designated as "Common Shares."

ARTICLE V—PRE-EMPTIVE RIGHTS

Every shareholder, upon the sale for cash of any new stock of this corporation, 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.

This election has the legal effect of granting the shareholders a preemptive right on uniform terms and conditions prescribed by the Board, to acquire proportional amounts of GROWTH CONCEPTS, INC. unissued shares after the Board decides to issue new shares. This provision is to protect shareholders from dilution of their proportionate interest, control and value of GROWTH CONCEPTS, INC. stock.

A shareholder may waive his preemptive right upon written notice to the Board and such waiver is irrevocable.

ARTICLE VI—INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this corporation is 99 N.W. 183 ST., STE. 240, MIAMI, FL 33169, and the name of the initial registered agent of this corporation at that address is JACQUELYN LUMPKIN WOODEN, ESQ .

PREPARED BY: JACQUELYN LUMPKIN WOODEN, ESQ., FLA BAR NO. 078123  
99 N.W. 183 ST., STE. 240, MIAMI, FL 33169, (305) 770-1612

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**ARTICLE VII—INITIAL BOARD OF DIRECTORS**

This corporation shall have ONE director constituting the initial Board of Directors. The number of directors may be either increased or decreased from time to time by the bylaws, however, there shall never be less than one Director nor more than five. The name and address of the initial Board of Directors of the corporation is: AMY-TERESE SMITH, President, Treasurer & Secretary, P. O. BOX 171171, MIAMI, FL 33017

**ARTICLE VIII—INCORPORATORS**

The name and address of the Incorporator signing these articles is: AMY-TERESE SMITH, P. O. BOX 171171, MIAMI, FL 33017.

**ARTICLE IX—AMENDMENT**

This corporation reserves the right to amend or repeal any provision contained in these Articles of Incorporation, or any amendment hereto, by a majority vote of the Board of Directors, and any right conferred upon the shareholders is subject to this reservation.

IN WITNESS WHEREOF, the undersigned Incorporator, AMY-TERESE SMITH, has executed these Articles of Incorporation on this day of October 21, 2002.

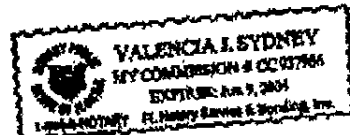
  
\_\_\_\_\_  
AMY-TERESE SMITH, Incorporator

STATE OF FLORIDA  
COUNTY OF MIAMI-DADE

BEFORE ME, a Notary Public authorized to take acknowledgments in the State and County set forth above, personally appeared AMY-TERESE SMITH, President of GROWTH CONCEPTS, INC., known to be and known by me to be the person who executed the foregoing Articles of Incorporation, and she acknowledged before me that she executed those Articles of Incorporation.

IN WITNESS WHEREOF, I have set my hand and seal in the State and County above, this \_\_\_ day of Oct 21, 2002.

  
\_\_\_\_\_  
NOTARY PUBLIC, State of Florida at Large



PREPARED BY: Jacquelyn Lumpkin Wooden, Esq. FLA BAR NO. 078123  
88 N.W. 183 St., Ste. 240, Miami, FL 33169, (305) 770-1812

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**ACCEPTANCE OF AGENT UPON WHOM PROCESS MAY BE SERVED**

Having been named to accept service of process for the named corporation, GROWTH CONCEPTS, INC., at the place designated in the Articles of Incorporation, to wit: 99 N.W. 183 St., Ste. 240, Miami, Florida 33169. I hereby agree to act in this capacity, and I further agree to comply with the provisions of all statutes relative to the proper performance of my duties. Duly accepted and therefore executed on this day

*October 21*, 20 *02*

By   
JACQUELYN LUMPKIN WOODEN, ESQ.  
Registered Agent

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