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Florida Department of State

Division of Corporations

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TALLAHASSEE, FLORIDA

FLORIDA PROFIT/NON PROFIT CORPORATION

VELVET CURVES, INC.

Certificate of Status	0
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ARTICLES OF INCORPORATION
OF
VELVET CURVES, INC.

The undersigned does hereby subscribe to, acknowledges and files the following Articles of Incorporation for the purpose of creating a corporation under the laws of the State of Florida.

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TALLAHASSEE, FLORIDA

ARTICLE I - NAME

The name of this corporation is VELVET CURVES, INC.

ARTICLE II - PURPOSE

This corporation is organized for the purpose of transacting any and all lawful business permitted under the laws of Florida.

ARTICLE III - CAPITAL STOCK

This corporation is authorized to issue **1000** shares of **$1.00** par value common stock, which shall be designated as "Common Shares". All of said stock shall be payable in cash, property (real or personal) or labor or services in lieu thereof at a just valuation to be fixed by the board of Directors. The initial capitalization of the corporation shall be in the sum of **$1,000.00.**

ARTICLE IV - VOTING RIGHTS

Except as otherwise provided by law, the entire voting power for the election of directors and for all other purposes shall be vested exclusively in the holders of the outstanding Common Shares.

ARTICLE V - TERM

This corporation shall commence its existence on date of filing and shall exist perpetually thereafter unless sooner dissolved according to law.

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ARTICLE VI - 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 prices at which it is offered to others.

ARTICLE VII - INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial principal office of this Corporation is 8950 SW 19TH STREET, MIAMI, FL 33165 and the name of the initial registered agent of this corporation is JOHN A. PINON, whose address is *8950 SW 19TH STREET, MIAMI, FL 33165.*

ARTICLE VIII - INITIAL BOARD OF DIRECTORS

This corporation shall have at least one director initially with the exact number of directors to be specified by the shareholders from time to time unless the shareholders shall by a majority vote determine that the corporation be managed by the shareholders. The name and address of the initial director(s) of this corporation is/are:

JUAN PINON, 8950 SW 19TH STREET, MIAMI, FL 33165.

JOHN A. PINON, 8950 SW 19TH STREET, MIAMI, FL 33165.

ARTICLE IX - INCORPORATOR

The name and address of the person *signing these articles* is:

JOHN A. PINON, 8950 SW 19TH STREET, MIAMI, FL 33165

ARTICLE X - INDEMNIFICATION

The corporation may, at its sole discretion, indemnify any officer or director or any former officer or director, to the fullest extent permitted by law either now existing or hereafter enacted; however, under no circumstances will the corporation indemnify such officer or director when the corporation itself has brought an action against the officer or director.

ARTICLE XI

No contract or other transaction between this corporation and any other corporation, and no act of this corporation shall in any way be affected or invalidated by the fact that any of the Directors of this corporation are pecuniary or otherwise interested in, or are directors, or officers of, such other corporation. Any director individually, or any firm of which any director may be a member, may be a party to, or may be pecuniarily or otherwise interested in, any contract or transaction of this corporation, provided that the fact that he or such firm is so interested shall be disclosed or shall have been known to the Board of Directors or a majority thereof, and any director of this corporation who is also a director or an officer of such corporation, or who it is so interested may be counted in determining the existence of a quorum at any meeting of the Board of Directors of this corporation which shall authorize any such contract or transaction with like force and effect as if he were not such director or officer of such other corporation, or not so interested.

ARTICLE XII

The private property of the stockholders shall not be subject to the payment of the corporate debts to any extent whatever. The corporation shall have a first lien on the shares of its stockholders and upon the dividends due to them for any indebtedness of such stock holders to the corporation.

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation this 6 day of February, 2006

Filed By: GONZALO PEREZ, JR., P.A., Gonzalo Perez, Jr., Esq. FL BAR # 0858463
2151 Le Jeune Road, Suite 204, Coral Gables, FL 33134

SUBSCRIBER:

JOHN A. PINON

STATE OF FLORIDA)
) SS
COUNTY OF DADE)

BEFORE ME, a notary public authorized to take acknowledgments in the State and County set forth above, personally appeared Gonzalo Perez, Jr., Esq, known to me and known by me to be the person who executed the foregoing Articles of Incorporation, and he acknowledged before me that he executed those Articles of Incorporation.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal, in the State and County aforesaid, this 6 day of February 2006.

Name:
NOTARY PUBLIC
STATE OF FLORIDA

My Commission Expires:

Gonzalo Perez
My Commission DD281511
Expires February 23, 2008

Filed By: GONZALO PEREZ, JR., P.A., Gonzalo Perez, Jr., Esq. FL BAR # 0858463
2151 Le Jeune Road, Suite 204, Coral Gables, FL 33134

TOTAL P.06

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VELVET CURVES, INC.

CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE SERVICE OF PROCESS WITHIN FLORIDA, NAMING AGENT UPON WHOM PROCESS MAY BE SERVED.

IN COMPLIANCE WITH SECTION 48.091, FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED:

FIRST THAT: VELVET CURVES, INC.

DESIRING TO ORGANIZE OR QUALIFY UNDER THE LAWS OF THE STATE OF FLORIDA, WITH ITS PRINCIPAL PLACE OF BUSINESS IN THE CITY OF MIAMI-DADE COUNTY, STATE OF FLORIDA, HAS NAMED JOHN A. PINON, 8950 SW 19TH STREET, MIAMI, STATE OF FLORIDA, AS ITS AGENT TO ACCEPT SERVICE OF PROCESS WITHIN FLORIDA.

JOHN A. PINON

TITLE: INCORPORATOR

DATE: 2/6/06

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TALLAHASSEE, FLORIDA

HAVING BEEN NAMED TO ACCEPT THE SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION, AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY AGREE TO ACT IN THIS CAPACITY, AND FURTHER AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATIVE TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES.

SIGNATURE: JOHN A. PINON.

DATE: 2/6/06

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