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Certificates of Status _____

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12/05/07--01035--006 **128.75

FILED
2007 DEC -5 PM 3:05
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

~~EFFECTIVE DATE~~
7-3-01

08.12-5

TRANSMITTAL LETTER

Department of State
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

SUBJECT: Domestication of 141 Capital, Inc. from Delaware

Enclosed is an original and one (1) copy of the Certificate of Domestication and a check for:

FEES:

Certificate of Domestication	\$50.00
Articles of Incorporation and Certified Copy	<u>\$78.75</u>
Total to domesticate and file	\$128.75

OPTIONAL:

Certificate of Status	\$ 8.75
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FROM: James Pugh

Name (printed or typed)

1830 South Ocean Drive, Suite #3903

Address

Hallandale, Florida 33009

City, State & Zip

239-273-8007

Daytime Telephone Number

CERTIFICATE OF DOMESTICATION

The undersigned, James Pugh, President & CEO
(Name) (Title)

of 141 Capital, Inc.

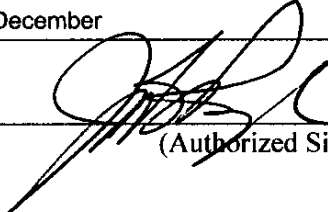
(Corporation Name)

in accordance with s. 607.1801, Florida Statutes, does hereby certify:

1. The date on which corporation was first formed was July 3, 2001.
2. The jurisdiction where the above named corporation was first formed, incorporated, or otherwise came into being was Dover, Delaware.
3. The name of the corporation immediately prior to the filing of this Certificate of Domestication was 141 Capital, Inc..
4. The name of the corporation, as set forth in its articles of incorporation, to be filed pursuant to s. 607.0202 and 607.0401 with this certificate is 141 Capital, Inc..
5. The jurisdiction that constituted the seat, siege social, or principal place of business or central administration of the corporation, or any other equivalent jurisdiction under applicable law, immediately before the filing of the Certificate of Domestication was Dover, Delaware.
6. Attached are Florida articles of incorporation to complete the domestication requirements pursuant to s. 607.1801.

I am President & CEO, of 141 Capital, Inc.

and am authorized to sign this Certificate of Domestication on behalf of the corporation and have done so this the _____ day of December, 2007.


(Authorized Signature)

EFFECTIVE DATE
7-3-01

Filing Fee:

Certificate of Domestication	\$50.00
Articles of Incorporation and Certified Copy	\$78.75
Total to domesticate and file	\$128.75

ARTICLES OF INCORPORATION
IN COMPLIANCE WITH CHAPTER 607, F.S.

FILED

2007 DEC -5 PM 3:05

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE I NAME

THE NAME OF THE CORPORATION SHALL BE:

141 Capital, Inc.

ARTICLE II PRINCIPAL OFFICE

THE PRINCIPAL PLACE OF BUSINESS/ MAILING ADDRESS IS:

29 S. Lasalle
Suite 1250
Chicago, IL 60603

ARTICLE III PURPOSE

THE PURPOSE FOR WHICH THE CORPORATION IS ORGANIZED:

Any lawful purpose.

EFFECTIVE DATE
7-3-01

ARTICLE IV SHARES

THE NUMBER OF SHARES OF STOCK IS:

2,000,000,000 Common Stock with par value of \$0.001
1,000,000,000 Preferred Stock with par value of \$1.00

ARTICLE V INITIAL DIRECTORS AND/ OR OFFICERS

THE NAME(S) AND ADDRESS(ES) AND SPECIFIC TITLES:

James Pugh
President & CEO
1830 S. Ocean Drive
Suite #3903
Hallandale, Florida 33009

ARTICLE VI INITIAL REGISTERED AGENT AND STREET ADDRESS

THE NAME AND FLORIDA STREET ADDRESS (P.O. BOX NOT ACCEPTABLE) OF THE REGISTERED AGENT IS:

James Pugh
1830 S. Ocean Drive
Suite #3903
Hallandale, Florida 33009

ARTICLE VII INCORPORATOR

THE NAME AND ADDRESS OF THE INCORPORATOR IS:

James Pugh
1830 S. Ocean Drive
Suite #3903
Hallandale, Florida 33009

**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 AM FAMILIAR WITH AND
ACCEPT THE APPOINTMENT AS REGISTERED AGENT AND AGREE TO ACT IN THIS CAPACITY.**

Signature/Registered Agent

Date

11-29-07

Signature/Incorporator

Date

11-29-07