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FLORIDA PROFIT/NON PROFIT CORPORATION FIRST CLASSICS, INC.

Certificate of Status	0
Certified Copy	1
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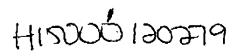
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ARTICLE OF INCORPORATION

FIRST CLASSICS, INC.

I, the undersigned, a natural person competent to contract, do hereby make, subscribe and file these Articles of Incorporation for the purpose of organizing a corporation under the laws of the State of Florida.

ARTICLE 1 NAME OF CORPORATION

The name of the corporation shall be:

FIRST CLASSICS, INC.

ARTICLE II GENERAL NATURE OF BUSINESS

The general nature of the business to be transacted by this Corporation shall be to engage in any and all lawful business permitted under the laws of the United States and the State of Florida.

ARTICLE III CAPITAL STOCK

- A. The total authorizes capital stock of this Corporation is One thousand (1,000) shares of Common Stock, par value \$1.00 per share.
- B. 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 rate share thereof (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

ARTICLE IV TERM OF EXISTENCE

This Corporation shall exist perpetually

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ARTICLE V ADDRESS OF PRINCIPLE OFFICE IN THIS STATE

The initial street address of the principle office of this Corporation in the State of Florida is: 169 EAST FLAGLER STREET, SUITE 1428-29 MIAMI FLORIDA 33131

ARTICLE VI NUMBER OF DIRECTORS

This Corporation shall have not less than one (1) Director

ARTICLE VII FIRST BOARD OF DIRECTORS

The name and street address of the initial members of the Board of Directors are:

NICHOLAS BONFIGLIO 169 EAST FLAGLER STREET SUITE 1428-29 MIAMI FLORIDA 33131 SECRETARY OF SIGNATURE OF CORPORATION OF CORPORATIO

ARTICLE VIII INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of the Corporation is: 169 EAST FLAGLER STREET, SUITE 1428-29 MIAMI FLORIDA 33131 and the name of the initial registered agent of this Corporation at this address is: DOMINIQUE M. LEROY

ARTICLE IX- INCORPORATOR

The name and address of the person signing these Articles of Incorporation is: DOMINIQUE M. LEROY, 169 East Flagler Street, Suite 1428-29, Miami FL 33131

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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 49.091 and Section 607.034(3) Florida Statutes, the following is submitted:

FIRST CLASSICS, INC. a corporation under the laws of the State of Florida, with its principle place of business:169 EAST FLAGLER STREET, SUITE 1428-29 MIAMI FLORIDA 33131 has named As DOMINIQUE M. LEROY located at 169 East Flagler Street, Suite 1428, Miami Florida 33131, as its agent to accept service of process within the State of Florida.

ACKNOWLEDGMENT

Having been named to accept service of process for the above named corporation, at the place designated in this certificate, I hereby state that I am familiar with, and accept the obligations provided for the Florida Statues Section 607.325, that I hereby accept to act in this capacity and agree to comply with the provisions of said sections relative to keeping open said office