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Division of Corporations

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To:

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Fax Number : (850) 922-4001

From:

Account Name : EMPIRE CORPORATE KIT COMPANY
Account Number : 072450003255
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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FLORIDA PROFIT CORPORATION OR P.A.

BETTY GROVE, INC.

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

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ARTICLES OF INCORPORATION
OF
BETTY GROVE, INC.

The undersigned, for the purpose of forming a corporation under the Florida General Corporation Act, hereby adopts the following Articles of Incorporation:

ARTICLE I - NAME

The name of this corporation is BETTY GROVE, INC.

ARTICLE II - PURPOSE

The Corporation is organized for the purpose of transacting any and all business permitted under the laws of the State of Florida and the United States of America.

ARTICLE III - DURATION

This corporation shall have perpetual existence.

ARTICLE IV - CAPITAL STOCK

This Corporation is authorized to issue One Thousand (1000) Shares of \$1.00 par value common stock, which shall be designated "Common Shares". There shall be only one (1) class of stock.

ARTICLE V - BY-LAWS

The power to adopt, alter, amend or repeal By-Laws shall be vested in the Board of Directors of the corporation.

Prepared by:
Kirk Grantham, Esq.
1860 Forest Hill Blvd., Suite 105
West Palm Beach, FL 33406-6066
(561) 966-6211
Fla. Bar No. 133803

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ARTICLE VI - INITIAL PRINCIPAL OFFICE

The street address of the initial Principal office of BETTY GROVE, INC. is 2728 S. Olive Avenue, West Palm Beach, FL 33405.

ARTICLE VII - INITIAL REGISTERED AGENT

The name and address of the initial Registered Agent of this corporation is BETTY GROVE, 2728 S. Olive Avenue, West Palm Beach, FL 33405.

ARTICLE VIII - BOARD OF DIRECTORS

The business and affairs of this corporation shall be managed and shall be under the direction of the directors of the corporation. Directors need not be residents or citizens of the State of Florida. The directors may take action by written consent without a meeting as provided by law. The name and address of the initial director(s) of this corporation is:

Betty Grove

2728 S. Olive Avenue
West Palm Beach, FL 33405ARTICLE IX - INDEMNIFICATION

The corporation shall indemnify any Officer or Director, or any former Officer or Director, to the full extent permitted by law.

ARTICLE X - INCORPORATOR

The name and address of the person(s) signing these Articles of Incorporation are:

Betty Grove

2728 S. Olive Avenue
West Palm Beach, FL 33405

IN WITNESS WHEREOF, the undersigned have executed these Articles of Incorporation this 3 day of April, 2000.


BETTY GROVE

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**DESIGNATION AND ACCEPTANCE
OF REGISTERED AGENT**

BETTY GROVE, INC. hereby appoints BETTY GROVE to act as Registered Agent for the purpose of accepting service of process in accordance with the provisions of Chapter 607, F.S.A.

The undersigned does hereby accept such appointment.

 4/3/2000
BETTY GROVE

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TALLAHASSEE, FLORIDA

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STATE OF FLORIDA

COUNTY OF PALM BEACH

The foregoing instrument was acknowledged before me this 3rd day of April, 2000, by **BETTY GROVE** who is personally known to me or who produced *Beverly R. Rance* as identification.

(N. P. SEAL)

NOTARY PUBLIC - STATE OF FLORIDA
BETTY J. BAKER
COMMISSION # CC889063
EXPIRES 02/27/2003
BONDED TO THE STATE OF FLORIDA

Print or stamp name of notary public, commission
number and date of expiration

Betty J. Baker
Notary Public, State of Florida

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TALLAHASSEE, FLORIDA

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