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MININNI, INC.
3250 NE 28TH STREET #401
FT. LAUDERDALE, FL. 33308

April 27, 2000

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*****78.75 *****78.75

Secretary of State
Division of Corporations
409 E. Gaines Street
Tallahassee, FL. 32399

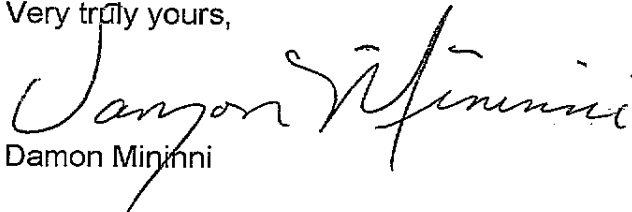
RE: Incorporation of Mininni, Inc.

Gentlemen:

Enclosed herewith please find my Articles of Incorporation for the above captioned corporation. Please register this corporation and return a copy to me in the enclosed envelope.

Thank you for your prompt attention to this matter.

Very truly yours,


Damon Mininni

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00 MAY -4 AM 8:14
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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ARTICLES OF INCORPORATION
of
MININNI, INC.

The undersigned incorporator, for the purpose of forming a corporation under Florida Business Corporation Act, hereby adopts the following Articles of Incorporation.

ARTICLE 1 - NAME

The name of the corporation shall be:

MININNI, INC.

ARTICLE II - DURATION

The Corporation shall have a perpetual existence.

ARTICLE III - PURPOSE

The purpose of this Corporation is to engage in any activities or business permitted under the Laws of the United States and Florida as pertains to an ownership of a business.

ARTICLE IV - CAPITAL STOCK

The maximum number of shares which this Corporation is authorized to have outstanding at any time is 100 shares of common stock having a par value of \$1.00 per share.

ARTICLE V - INITIAL REGISTERED AGENT OFFICE

The initial registered office of this Corporation shall be 3250 NE 28th Street #401, Ft. Lauderdale, Fl. 33308 and the initial registered agent of this Corporation at such office shall be Damon Mininni, who, upon this designation, agrees to comply with the provisions of Section 48.091, Florida Statutes, as amended from time to time, with respect to keeping an office open for service of process. The Principal address is the same.

ARTICLE VI - INITIAL BOARD OF DIRECTORS

The initial Board of Directors shall consist of one member. The number of Directors may be increased or decreased from time to time by vote of the stockholders, but in no case shall the number of Directors be less than one nor more than 3. The names and addresses of the Directors constituting the initial Board of Directors are:

OFFICE	NAME	ADDRESS
President/Director	Damon Mininni	3250 NE 24 th Street #401 Ft. Lauderdale, Fl. 33308

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TALLAHASSEE, FLORIDA

ARTICLES VII - INCORPORATOR

The name and address of the person signing these Articles of Incorporation is:

NAME

ADDRESS

Damon Mininni

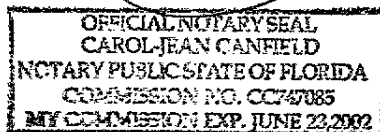
3250 NE 28th Street #401
Ft. Lauderdale, FL. 33308

STATE OF FLORIDA)
)ss
COUNTY OF BROWARD)

The foregoing Articles of Incorporation of MININNI, INC. were acknowledged before me this 28 day of April, 2000, by DAMON MININNI, as incorporator of MININNI, INC., who is personally known by me or who has shown _____ as identification.


NOTARY PUBLIC: STATE OF FLORIDA

commission expires:



ACCEPTANCE OF REGISTERED AGENT

Having been named to accept service of process for MININNI, INC., at the place designated in the Articles of Incorporation, DAMON MININNI agrees to act in this capacity, and agrees to comply with the provisions of Section 48.091 relative to keeping open such office.

Dated: 4/28/00


DAMON MININNI

**CERTIFICATE OF DESIGNATION
REGISTERED AGENT/REGISTERED OFFICE**

Pursuant to the provisions of Section 607.0501, Florida Statutes, the undersigned corporation, organized under the laws of the State of Florida, submits the following statement in designating the registered office/registered agent, in the State of Florida.

1. The name of the corporation is: MININNI, INC.
2. The name and address of the registered agent and office is:

DAMON MININNI
3250 NE 28th Street #401
Ft. Lauderdale, FL 33308



DAMON MININNI
Corporate Officer

President/Director
Title

4/28/00
Date

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TALLAHASSEE, FL 32304

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 HEREBY ACCEPT THE APPOINTMENT AS REGISTERED AGENT AND AGREE TO ACT IN THIS CAPACITY. I FURTHER AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATING TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES, AND I AM FAMILIAR WITH AND ACCEPT THE OBLIGATIONS OF MY POSITION AS REGISTERED AGENT.


Signature: Damon Mininni

4/28/00
Date