

Billie Tarnove
Attorney

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FILED
00 MAY 17 AM 8:49

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Suite 102
2810 East Oakland Park Blvd.
Fort Lauderdale, FL 33306
(954) 527-0058
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122.50 **78.75

May 15, 2000

Secretary of State
Division of Corporations
The Capitol
Tallahassee, FL 32399

Re: Hatqueen.com, Inc.

Dear Sir/Madam:

I enclose my check in the sum of \$122.50 for the filing fee for the above-referenced corporation. Please file and return a certified copy to this office at your earliest convenience.

Thank you for your assistance in this matter.

Very truly yours,

Billie Tarnove
BILLIE TARNOVE

BTM.st
Enc.

Per 5/23/00

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00 MAY 17 AM 8:49

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

**ARTICLES OF INCORPORATION
OF**

HATQUEEN.COM, INC.

ARTICLE I. CORPORATE NAME

The name of this corporation is Hatqueen.com, Inc.

ARTICLE II. PURPOSE

This corporation is organized for the purpose of transacting any and all lawful business.

ARTICLE III. CAPITAL STOCK

This corporation is authorized to issue One Million (1,000,000) shares of Ten Cents par value common stock.

ARTICLE IV. PRE-EMPTIVE RIGHT

Every shareholder, upon the sale in 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 a pro rata share thereof (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

ARTICLE V. INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this corporation is:

2810 East Oakland Park Blvd., Suite 102
Fort Lauderdale, FL 33306

and the name of the initial Registered Agent of this corporation at that address is Billie Tarnove.

ARTICLE VI. INITIAL BOARD OF DIRECTORS

This corporation shall have three directors initially. The number of directors may be increased from time to time by the by-laws but shall never be less than three (3) and no more than five (5).

The names and addresses of the initial directors of this corporation:

| <u>Name</u> | <u>Address</u> |
|----------------|---|
| Susan L. Brown | 6611 NE 20th Terrace Fort Lauderdale, FL 33308 |
| Zola Keller | 818 East Las Olas Boulevard Fort Lauderdale, FL 33301 |
| Kevin Lane | 105 NE 16th Terrace Apartment 1 Fort Lauderdale, FL 33301 |

ARTICLE VII. INCORPORATOR

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

Billie Tarnove
2810 E. Oakland Park Blvd.
Suite 102
Fort Lauderdale, FL 33306

ARTICLE VIII. PRINCIPAL OFFICE

The principal place of business and mailing address of this corporation are 2810 East Oakland Park Blvd., Suite 102, Fort Lauderdale, FL 33306.

ARTICLE IX. INDEMNIFICATION

This corporation shall indemnify any officer or director

of any former officer or director, to the full extent permitted by law.

ARTICLE X.

This corporation reserves the right to amend or repeal provisions contained in these Articles of Incorporation, or any amendment thereto, and any right conferred upon the shareholders is subject to this reservation.

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation this 15 day of May, 2000.




Billie Tarnove
Subscriber

STATE OF FLORIDA)
)§
COUNTY OF BROWARD)

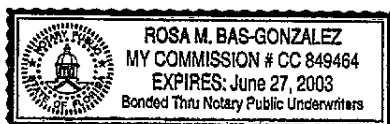
BEFORE ME, a Notary Public, authorized to take acknowledgements in the State and County set for the above, personally appeared Billie Tarnove, known to me to be the person who executed the foregoing Articles of Incorporation, and she acknowledged before me that she executed these Articles of Incorporation.

IN WITNESS WHEREOF, I have set my hand and affixed my official seal, in the State and County aforesaid this 15th day of May, 2000.



Notary Public, State of Florida

My Commission Expires:



DESIGNATION AND ACCEPTANCE OF REGISTERED AGENT

Pursuant to the provisions of Florida Statute §607.0501, 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:

The name of the corporation is: Hatqueen.com, Inc.

The name of the Registered Agent is: Billie Tarnove

The address of the Registered Agent/registered office is:

2810 East Oakland Park Blvd., Suite 102
Fort Lauderdale, FL 33306

ACCEPTANCE

Having been named as Registered Agent and designated to accept service of process for the above corporation, I hereby accept this 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.


Billie Tarnove

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