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May 24, 2000

70000063498

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

500003295685--1
-06/19/00-01107-014
*****78.75 *****78.75

Gentlemen:

Enclosed please find my trust account check in amount of \$78.75 together with original and one copy of Articles of Incorporation for the following corporation(s):

THE QUEEN'S HOLDINGS, INC.

Please file and send certified copy of same to the undersigned.

Sincerely,
RICHARD J. HAYS, P.A.

Richard J. Hays
Richard J. Hays

RJH:cbs/encls.

FILED
00 JUN 29 PM 2:42
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

T. SMITH JUN 29 2000

W-15957



FLORIDA DEPARTMENT OF STATE

Katherine Harris
Secretary of State

June 22, 2000

RICHARD J. HAYS, P.A.
7200 W COMMERCIAL BLVD, STE 207
LAUDERHILL, FL 33319

SUBJECT: THE QUEEN'S HOLDINGS, INC.
Ref. Number: W00000015957

We have received your document for THE QUEEN'S HOLDINGS, INC. and your check(s) totaling \$78.75. However, the enclosed document has not been filed and is being returned for the following correction(s):

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an existing entity.

* Please select a new name and make the correction in all appropriate places. One or more major words may be added to make the name distinguishable from the one presently on file.

Adding "of Florida" or "Florida" to the end of a name is not acceptable.

Please return the original and one copy of your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 487-6927.

Tracy Smith
Document Specialist

Letter Number: 100A00035492

** Changed name to The King's and Queen's Holdings, Inc.*

ARTICLES OF INCORPORATION
OF
THE KING'S AND QUEEN'S HOLDINGS, INC.

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

ARTICLE I NAME

The name of the corporation shall be:

THE KING'S AND QUEEN'S HOLDINGS, INC.

ARTICLE II PRINCIPAL OFFICE

The principal place of business and mailing address of this corporation shall be:

2430 NE 135th Street, #103, N. Miami, FL 33181

ARTICLE III CAPITAL STOCK

The number of shares of stock that this corporation is authorized to have outstanding at any one time is:

100 Shares @ \$10.00 par value

ARTICLE IV INITIAL REGISTERED AGENT AND ADDRESS

The name and address of the initial registered agent is:

Juan C. Condinanzo
2430 NE 135th Street, #103
N. Miami, FL 33181


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TALLAHASSEE, FLORIDA

ARTICLE V INCORPORATOR(S)

The name(s) and street address(es) of the incorporator(s) to these Articles of Incorporation is(are):

Juan C. Condinanzo
2430 NE 135th Street, #103
N. Miami, FL 33181

The undersigned has (have) executed these Articles of Incorporation this
____ 24th ____ day of _____ May _____, 2000.



JUAN C. CONDINANZO, President
Signature/Title

Signature/Title

Signature/Title

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: ~~THE QUEEN'S HOLDINGS, INC.~~
THE KING'S AND QUEEN'S HOLDINGS, INC.
2. The name and address of the registered agent and office is:

Juan C. Condinanzo
2430 NE 135th Street, #103
N. Miami, FL 33181

SIGNATURE _____

Juan C. Condinanzo, Pres.

TITLE: President

DATE: May 24, 2000

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 _____

Juan C. Condinanzo

DATE: May 24, 2000

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