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TRANSMITTAL LETTER

FILED

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Department of State
Division of Corporations
P.O. Box 6327
Tallahassee, Fl 32314

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

SUBJECT: SUNSHINE OUTDOORS ENTERPRISES INC.

Proposed corporate name – must include suffix

Enclosed is an original and one (1) copy of the articles of incorporation and a check for:

**XX \$ 78.75
Filing Fee
& Certificate**

**FROM: JAIRO LAFAURIE
8308 SW 161 Place
Miami, Florida, 33193
305-752-8638 Daytime**

R/Ls/100 ✓

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION
OF
SUNSHINE OUTDOORS ENTERPRISES, INC.

ARTICLE I-NAME

The name of the corporation is SUNSHINE OUTDOORS ENT, INC.

ARTICLE II DURATION

This corporation is to exist perpetually.

ARTICLE III-PURPOSE

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

ARTICLE IV - CAPITAL STOCK

This is to authorize the issue of 10,000 shares of One Dollar (\$1.00) par value common stock.

ARTICLE V - PREEMPTIVE RIGHTS

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 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 VI - PRINCIPAL OFFICE, REGISTERED OFFICE AND AGENT

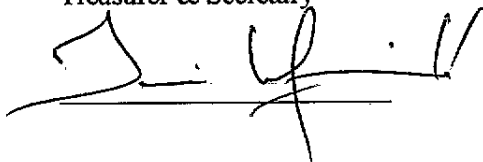
The principal office of this corporation is at 8308 SW 161 Place, Miami, Florida, 33193. The name of the registered agent of this corporation at the address is Jairo Lafaurie.

ARTICLE VII - INITIAL BOARD OF DIRECTORS

This corporation shall have (1) director initially. The number of directors may be either increased or Diminished from time to time, in accordance with the by-laws of the corporation, but shall never be less than (1). The name and address of the initial director of this corporation is:

Name: Jairo Lafaurie
President, Vice-President,
Treasurer & Secretary

Address: 8308 SW 161 Place
Miami, Florida, 33193



ARTICLE VIII - INCORPORATOR

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

Name: Jairo Lafaurie

Address: 8308 SW 161 Place
Miami, Florida, 33193

ARTICLE IX- BY-LAWS

The power to adopt, alter, amend or repeal by-laws shall be vested in the Board of Directors.

ARTICLE X - INDEMNIFICATION

The corporation shall indemnify any officer or director, or any former officer or director, to the full extend permitted by law.

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CERTIFICATE DESIGNATING PLACE OF BUSINESS FOR SERVICE OF PROCESS WITHIN THE STATE, NAMING AGENT UPON WHOM PROCESS MAY BE SERVED SECRETARY OF STATE
TALLAHASSEE, FLORIDA

In pursuance of Chapter 48.091 Florida Statutes, the following is submitted in compliance with said act:

THAT, SUNSHINE OUTDOORS ENTERPRISES, INC., desiring to organize under the laws of the State of Florida, with its principal offices as indicated in the Articles of Incorporation has named Jairo Lafaurie, as its agent to accept service of process within the State.

ACKNOWLEDGEMENT

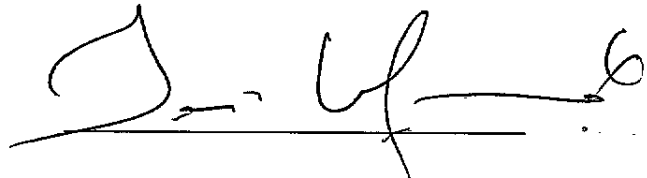
Having been named to accept service of process for the above-named corporation, at the place designated in this Certificate, I hereby accept to act in that capacity, and agree to comply with the provisions of said Act relative to keeping open said office.

By: 

ARTICLE XI -AMMENDMENTS

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

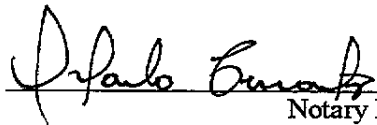
IN WITNESS THEREOF, the undersigned, subscriber has executed these articles of Incorporation on this day 1st of August, 2,000.



STATE OF FLORIDA

COUNTY OF DADE

THE FOREGOING ARTICLES OF INCORPORATION were sworn to and acknowledge before me on this 1st day of August, 2,000.


Notary Public

State of Florida

My commission expires: *Sept 3, 2001*

