

**ARTICLES OF INCORPORATION
OF
KUTTHROAT, INC.**

The undersigned, being of legal age, hereby form the following corporation under the laws of the State of Florida, authorizing the formation of corporations.

ARTICLE I

CORPORATE NAME

The name of the corporation shall be:

KUTTHROAT, Inc.

CORPORATE ADDRESS

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

335 N.W. 42nd Street
Miami, Florida 33127

ARTICLE II

NATURE OF BUSINESS

The general nature of the business to be transacted by the Corporation and its objects and powers shall be to engage in any activity or business permitted under the laws of the United States and of the State of Florida.

ARTICLE III

CAPITAL STOCK

The Corporation is authorized to issue and have outstanding at any one time an aggregate number of Six Hundred (600) shares of one class of common stock having a par value of One (\$1.00) U.S. Dollar per share. The consideration to be paid for each share of stock

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shall be fixed by the Board of Directors.

ARTICLE IV

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 V

TERM OF EXISTENCE

The Corporation shall have perpetual existence.

ARTICLE VI

INITIAL REGISTERED AGENT AND OFFICE

The initial registered agent of this Corporation and the street address of the initial registered office in Florida is:

Anthony Turner
~~4343 N.W. 3rd Ave~~ 335 NW 42 Street
Miami, Florida 33127

ARTICLE VII

DIRECTORS AND OFFICERS

A. The business of this Corporation shall be conducted and managed by its Board of Directors, and such Board of Directors shall consist of not less than one (1) and not more than seven (7) members. A majority of the first Board of Directors shall have the power to approve and adopt the By-Laws of this Corporation.

B. The qualifications, time and place of election and term of office of each director shall be as provided for in the By-Laws of

the Corporation.

C. A Director may be removed at any annual or special meeting of Stockholders only upon there being present a sufficient number of Stockholders to constitute the ownership of a majority of the stock of the Corporation.

ARTICLE VIII

INITIAL DIRECTORS

The names and street addresses of the members of the first Board of Directors, who, unless otherwise provided by the By-Laws of the Corporation, shall hold office and manage the corporation for the first year of existence of the Corporation, or until their successors are elected or appointed and have qualified, are as follows:

Daren Davis
270 N.W. 44th Street
Miami, Florida 33127

Jessie Randle
234 N.W. 50th Street
Miami, Florida 33127

Patrick Pennell
321 N.W. 44th Street
Miami, Florida 33127

Paul Moss
4343 N.W. 3rd Avenue
Miami, Florida 33127

Anthony Turner
335 N.W. 42nd Street
Miami, Florida 33127

Elliot Harris
534 N.W. 43rd Street
Miami, Florida 33127

ARTICLE IX

INCORPORATORS

The name and street address of the Incorporators executing these Articles of Incorporation are as follows:

Jessie Randle
234 N.W. 50th Street
Miami, Florida 33127

~~Paul Moss~~
~~4343 N.W. 3rd Avenue~~
~~Miami, Florida 33127~~

DAREN M. DAVIS
270 N.W. 44th ST.
Miami, FL 33127

Anthony Turner
335 N.W. 42nd Street
Miami, Florida 33127

ARTICLE X

INDEMNIFICATION

The Corporation shall indemnify any Director or Officer to the fullest extent permitted by law, except as to suits brought by any such Officer or Director against the Corporation.

ARTICLE XI

DIRECTOR'S LIABILITY

No Director shall be held liable or responsible for action taken by the Board of Directors acting under the provisions or in the manner authorized by these Articles of Incorporation or the By-Laws of the Corporation.

ARTICLE XII

AMENDMENTS

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

The undersigned, being the original subscriber(s) and incorporator(s) of the foregoing corporation, has/have executed these Articles of Incorporation:

Jessie Lee Randle

Jessie Randle

7/23/00

Date

Daren M. Davis

~~Raul Moss~~ DAREN M. DAVIS

7/23/2000

Date

Anthony Turner

Anthony Turner

7/23/00

Date

CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE
FOR THE SERVICE OF PROCESS WITHIN FLORIDA,
NAMING AGENT UPON WHOM PROCESS MAY BE SERVED

IN COMPLIANCE WITH SECTION 48.091, FLORIDA STATUTES, THE
FOLLOWING IS SUBMITTED:

FIRST: THAT **KUTTHROAT, Inc.** desiring to organize or qualify
under the laws of the State of Florida, with its principal place of
business within Miami-Dade County, State of Florida, has named
Anthony Turner, located at 335 N.W. 42nd Street, Miami, Florida
33127, as its agent to accept service of process within Florida.

SIGNATURE: *Daren M. Davis*
(Corporate Director/Officer)

NAME: DAREN M. DAVIS

TITLE: CEO / DIRECTOR

DATE: 7/23/2000

HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED
CORPORATION, AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY
AGREE TO ACT IN THIS CAPACITY, AND I FURTHER AGREE TO COMPLY WITH
THE PROVISIONS OF ALL STATUTES RELATIVE TO THE PROPER PERFORMANCE
OF MY DUTIES, AND I ACCEPT THE DUTIES AND OBLIGATIONS OF SECTION
607.0505, FLORIDA STATUTES.

SIGNATURE: *[Signature]*
(Registered Agent)

Date: 7/23/00

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TALLAHASSEE, FLORIDA