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Florida Department of State
Division of Corporations
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To:

Division of Corporations
Fax Number : (850) 922-4001

From:

Account Name : HUBCO
Account Number : 104662003400
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FLORIDA PROFIT CORPORATION OR P.A.

Scarlett's Place, Inc.

Certificate of Status	1
Certified Copy	0
Page Count	03
Estimated Charge	\$78.75

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B. McKnight SEP 11 2000

ARTICLES OF INCORPORATION

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:

Scarlett's Place, Inc.

ARTICLE II PRINCIPAL OFFICE

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

Scarlett's Place, Inc.
5609 HIGHWAY 19 SOUTH
PERRY, FL 32348

ARTICLE III SHARES

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

1500 Shares at No Par Value

ARTICLE IV INITIAL REGISTERED AGENT AND STREET ADDRESS

The name and address of the initial registered agent is:

MARY LOU DIXON
5609 HIGHWAY 19 SOUTH
PERRY, FL 32348

Prepared By:

Bruce B. Hubbard
77 East John St.
Hicksville, New York 11801
1-516-935-3940

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ARTICLES V INCORPORATOR(S)

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

MARY LOU DIXON
5609 HIGHWAY 19 SOUTH
PERRY, FL 32348

ROBERT PETRELLA
408 HOLLYWOOD AVENUE
WEST END, NJ 07740

The undersigned incorporator(s) has(have) executed these Articles of Incorporation this

30th day of August 2000.


MARY LOU DIXON
SIGNATURE


ROBERT PETRELLA
SIGNATURE

**CERTIFICATE OF DESIGNATION OF
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 THE DESIGNATING THE
REGISTERED OFFICE/AGENT, IN THE STATE OF FLORIDA.

1. The name of the corporation is: **Scarlett's Place, Inc.**

2. The name and address of the registered agent and office is:

MARY LOU DIXON

Name

5609 HIGHWAY 19 SOUTH

(P.O. Box or Mail Drop Box NOT Acceptable)

PERRY, FL 32348

(City / State / Zip)

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 the statutes relating to the proper and complete performance of my duties, and am familiar with and accept the obligations of my position as registered agent.

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MARY LOU DIXON
SIGNATURE

08/30/00

(Date)