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Florida Department of State
Division of Corporations
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To:

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

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Account Name : EMPIRE CORPORATE KIT COMPANY
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FLORIDA PROFTT CORPORATION OR P.A.

PRIMA 1, INC.

Certificate of Status	0
Certified Copy	1
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ARTICLES OF INCORPORATION
of
Prima 1, Inc.

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ARTICLE I - NAME

The name of the corporation shall be Prima 1, Inc.

ARTICLE II - PRINCIPAL OFFICE

The principal place of business/mailling address is: 711 Tarpon Bay Road, Sanibel, Florida 33957.

ARTICLE III - PURPOSE

The purpose for which the corporation is organized is to transact all lawful business for which corporations may be incorporated under the laws of the State of Florida, without limiting any of the objects and powers of the corporation, it is expressly declared and provided that the corporation, to carry on its business or for the purpose of accomplishing any of the objects herein above mentioned, shall have the power to make and perform contracts of any kind and description, to do any and all other acts and things to exercise any and all other powers, either as principal, agent, or broker, conferred by the laws of Florida upon corporations formed under the law of the State, and which now or hereinafter may be authorized by law.

ARTICLE IV - DURATION

The period of duration of this corporation is perpetuity.

ARTICLE V - SHARES

The authorized capital stock of this corporation shall be Ten-Thousand Shares (10,000.00) of common stock with a One Dollar (\$5.00) par value per share.

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Prepared by:
Inger M. Garcia, Esq.
1010 Seminole Drive PH 1601
FL Lauderdale, FL 33304
Tel: 954-630-3529
Fax: 954-390-0838

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ARTICLE VI - INITIAL OFFICERS

The names and addresses are:

President -

James Robert Clement
1245 Buttonwood Lane
Sanibel, FL 33957

Vice President -

Penelope Lilian Clement
1245 Buttonwood Lane
Sanibel, FL 33957

Vice President -

Nicholas Jambeck
1237 Ferry Road
Sanibel, FL 33957

Secretary/Treasurer -

Linda M. Jambeck
1237 Ferry Road
Sanibel, FL 33957

ARTICLE VII - BOARD OF DIRECTORS

The initial board of directors shall consist of four directors:

The names and addresses are:

James Robert Clement
1245 Buttonwood Lane
Sanibel, FL 33957

Penelope Lilian Clement
1245 Buttonwood Lane
Sanibel, FL 33957

Nicholas Jambeck
1237 Ferry Road
Sanibel, FL 33957

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Inga M. Garcia, Esq.
1010 Seminole Drive; PM 1601
St. Petersburg, FL 33704
Tel: 954-630-3529
Fax: 954-390-0838

Linda M. Jambeck
1237 Ferry Road
Sanibel, FL 33957

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ARTICLE VIII - INITIAL REGISTERED AGENT AND OFFICE

The name and street address of the initial registered agent is :

Inger M. Garcia, Esq.
1010 Seminole Drive: PH 1601
Ft. Lauderdale, FL 33304
Tel: (954) 630-3529
Fax: (954) 390-0838

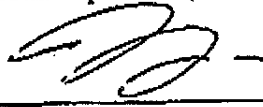
ARTICLE IX - INCORPORATOR

The name and address of the Incorporator is: Nicholas Jambeck, 1237 Ferry Road, Sanibel, FL 33957.

ARTICLE X - INDEMNIFICATION

The corporation shall indemnify and shall advance expenses on behalf of its corporate Officers and Directors to the fullest extent not prohibited by law in existence either now or hereafter.

IN WITNESS THEREOF, the undersigned incorporator, for the purpose of forming a corporation pursuant to the Florida Business Corporation Act of the State of Florida, has signed and executed these Articles of Incorporation, this 21st day of September, 2000.



Signature/Incorporator
Nicholas Jambeck

9/22/00
Date

Prepared by:
Inger M. Garcia, Esq.
1010 Seminole Drive: PH 1601
Ft. Lauderdale, FL 33304
Tel: 954-630-3529
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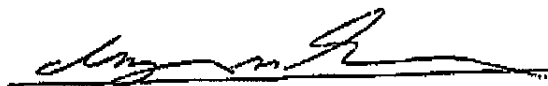
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**CERTIFICATION OF DESIGNATION OF
REGISTERED AGENT/REGISTERED OFFICE**

PURSUANT TO THE PROVISIONS OF §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: Prima 1, Inc.
2. The name and address of the initial registered agent and office is: Inger M. Garcia, Esq., 1010 Seminole Drive: PH 1601, Ft. Lauderdale, FL 33304.
3. The undersigned, having been named as the registered agent to accept service of process for Prima 1, Inc., at the place designated in the certificate, hereby accepts the appointment and designation as registered agent and agrees to act in this capacity. The undersigned is familiar with, and accepts the obligations of such position and agrees to comply with the provisions of all statutes relating to the proper and complete performance of her duties as registered agent.


Signature/Registered Agent
Inger M. Garcia, Esq.

9/22/00
Date

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