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To:

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

From:

Account Name : EMPIRE CORPORATE KIT COMPANY
Account Number : 072450003255
Phone : (305) 541-3694
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FLORIDA PROFIT CORPORATION OR P.A.

PEOPLE FIRST INTERNATIONAL INC.

Certificate of Status	0
Certified Copy	1
Page Count	08
Estimated Charge	\$78.75

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B. McKnight DEC 18 2000

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ARTICLES OF INCORPORATION

OF

PEOPLE FIRST INTERNATIONAL INC.

FILED
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DIVISION OF CORPORATIONS
00 DEC 18 PM 3:00

I, the undersigned, being of legal age and a natural person, do hereby subscribe to, acknowledge and file the following Articles of Incorporation for the purpose of creating a Corporation under the laws of the State of Florida.

ARTICLE I

The name of the Corporation shall be **PEOPLE FIRST INTERNATIONAL INC.** and the initial address of this Corporation shall be :

4790 WEST COMMERCIAL BLVD., TAMARAC, FL. 33317.

ARTICLE II

This Corporation may engage in any activity or business permitted under the laws of the State of Florida.

Prepared by Rosamaria D. Robinson Esq.
18800 N.W. 2nd Avenue,
Suite 105C,
Miami, FL 33169
(305) 653-6900
Florida Bar No: 366900.

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ARTICLE III

The capital stock authorized, the par value thereof, and the characteristics of such stock shall be as follows:

Number of Shares authorized.	Par Value per Share	Class of Stock
100	\$1.00	COMMON

The consideration for all of the said stock shall be payable in cash, property, real or personal labor or services in lieu of cash, at a just valuation to be fixed by the Board of Directors of the Corporation.

ARTICLE IV

The Corporation shall commence its existence immediately upon the filing of these Articles of Incorporation and shall exist perpetually thereafter unless sooner dissolved according to law.

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ARTICLE V

The initial registered office of this Corporation shall be at : 4790 WEST COMMERCIAL BLVD., TAMARAC, FL. 33317 with the privilege of having its offices and branch offices at other places within or without the State of Florida. The initial registered agent shall be : HARRIETTE BURNSIDE.

ARTICLE VI

The Corporation shall have at least one Director, with the exact number to be specified by the Stockholders from time to time unless the Stockholders shall, by a majority vote thereafter, determine that the Corporation be managed by the Stockholders.

ARTICLE VII

The names and addresses of the first Directors of the Corporation who shall hold office for the first year or until their successors are duly elected and qualified shall be:

1. Harriette Burnside- President/Treasurer
4790 West Commercial Blvd., Tamarac, Fl. 33317.
2. Audrey Y. Robinson -Vice President/Secretary.
4790 West Commercial Blvd., Tamarac, Fl. 33317.

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3. Charles Burnside- Vice President
4790 West Commercial Blvd., Tamarac, Fl. 33317.

ARTICLE VIII

The name and address of the incorporator is: AUDREY Y. ROBINSON
4790 West Commercial Blvd., Tamarac, Fl. 33317.

ARTICLE IX:

No contract or other transaction between this Corporation and any other Corporation, and no act of this Corporation, shall in any way be affected or invalidated by the fact that any of the Directors of this Corporation are pecuniarily or otherwise interested in, or are Directors of, such other Corporation. Any Director individually, or any firm of which any Director may be a member, may be a party to, or may be pecuniarily or otherwise interested in, any contract or transaction of this Corporation, provided that the fact that he or such firm is so interested shall be disclosed or shall have been known to the Board of Directors or a majority thereof, and any Director of this Corporation who is also a Director or an officer of such other Corporation, or who is so interested, may be counted in determining the existence of a quorum at any meeting of the Board of Directors of this Corporation which shall authorize any such contract or transaction, with like force and effect as if he were not such a Director or officer of such other Corporation, or not so

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interested.

ARTICLE X.

The private property of the Stockholders shall not be subject to the payment of the corporate debts in any extent.

ARTICLE XI

The Corporation shall indemnify and insure its officers and Directors to the fullest extent permitted by law either now or hereafter.

IN WITNESS WHEREOF, I, the undersigned being the incorporator hereinbefore named, for the purpose of forming a Corporation to do business both within and without the State of Florida, make and file these Articles of Incorporation, hereby declaring and certifying that the facts herein stated are true, and hereunto set my hand and seal this

24th day of November, 2000.

Credney J. Robinson
INCORPORATOR.

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STATE OF FLORIDA)

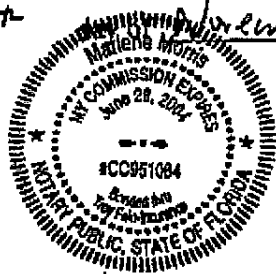
ss:

COUNTY OF BROWARD)

BEFORE ME, the undersigned authority personally appeared AUDREY Y. ROBINSON to me known to be the person described in and who executed the foregoing Articles of Incorporation, who, after being duly sworn under oath acknowledged before me that she executed the same for the purpose therein expressed.

WITNESS my hand and official seal in the State and County aforesaid, this

24th November, 2000.



NOTARY PUBLIC

My Commission Expires



Mariene Morris
MY COMMISSION # CC951084 EXPIRES
June 28, 2004
BROWARD COUNTY, FLORIDA

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

In compliance with the Laws of the State of Florida, the following is submitted:

First, that : **PEOPLE FIRST INTERNATIONAL INC.**

desiring to organize under the laws of the State of Florida, has named:

**HARRIETTE BURNSIDE
4790 WEST COMMERCIAL BLVD., TAMARAC, FL, 33317.**

State of Florida, as its statutory registered agent.

Having been named the statutory registered agent of the above corporation at the place designated in this certificate, I hereby accept the same and agree to act in this capacity, and agree to comply with the provisions of Florida law relative to keeping the registered office open.

Harriette Burnside
REGISTERED AGENT.

Dated this 24th day of November, 2000.

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