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428 Plaza Real, Suite 614
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Telephone: (561) 367-0898
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March 6, 2001

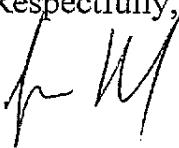
Secretary of State
Division of Corporations
Tallahassee, FL 32399

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03/09/01-0111-003
*****78.75 *****78.75

Dear Sirs/Madame:

Please find enclosed the Articles of Incorporation for 3 LADIES, INC., along with a check in the amount of \$78.75 for the filing fees, Designation of Registered Agent and fee for Certified copy.

Please send the certificate and copy of filed Articles to the above Boca Raton address. Thank you for your attention to our request.

Respectfully,

Jacob Stone, Esq

01 MAR -9 PM 3:19
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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ARTICLES OF INCORPORATION
OF
3 LADIES, INC.

The undersigned hereby makes, subscribes, acknowledges and files these Articles of Incorporation for the purposes of forming a corporation under the laws of the State of Florida.

ARTICLE I

Name of Corporation

The name of the corporation is to be 3 LADIES, INC.

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SECRETARY OF STATE
TALLAHASSEE FLORIDA

ARTICLE II

Duration

The corporation shall have perpetual existence.

ARTICLE III

Purpose

The Corporation is organized for the purpose of transacting any and all lawful business for which corporations may be incorporated under the Florida General Corporation Act.

ARTICLE IV

Capital Stock

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is SEVEN THOUSAND FIVE HUNDRED (7,500) shares of common stock having a par value of \$1.00 per share.

ARTICLE V

Initial Principal Business Address

The initial principal business address of the Corporation shall be 428 PLAZA REAL, #614, BOCA RATON FL 33432.

ARTICLE VI

Initial Registered Agent

and Office of Registered Agent

The street address of the initial registered office of the Corporation is 428 PLAZA REAL, STE. 614, BOCA RATON, FL 33432. The name of the Registered Agent at such address is JACOB STONE, ESQ.

ARTICLE VII

Initial Board of Directors

The initial Board of Directors shall consist of one. The number of Directors may be increased or decreased from time to time by the By-laws, but shall never be less than one. The name and street address of the members of the original Board of Directors are:

<u>Name</u>	<u>Address</u>
JACOB STONE	428 PLAZA REAL, #614 BOCA RATON, FL 33432

ARTICLE VIII

Incorporator

The name and address of the person signing these Articles of Incorporation is JACOB STONE, ESQ., 428 PLAZA REAL, STE. 614, BOCA RATON, FL 33432..

ARTICLE IX Bylaws

The power to adopt, alter, amend or repeal bylaws shall be vested in and is hereby reserved to the shareholders. Bylaws shall be adopted, altered, amended or repealed as provided therein. The corporation reserves the right to amend or repeal any Amendment thereto, and any right conferred upon the shareholders is subject to this reservation.

IN WITNESS OF THE FOREGOING, the undersigned executed these Articles of Incorporation this 5th day of May, 2001.



JACOB STONE, ESQ.

Oath and Acknowledgment

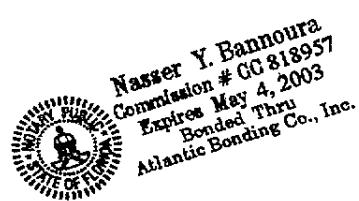
In the County of Palm Beach County }
In the State of Florida }

BEFORE ME, an officer duly authorized to take acknowledgments this day appeared JACOB STONE, ESQ. who acknowledged before me that he signed the within instrument as his own act and deed.

DATED this 5th day of May, 2001.



NOTARY PUBLIC
State of Florida
My Commission expires:



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

Pursuant to Chapter 48.091, Florida Statutes, the following is submitted, in compliance with
said act:

FIRST: 3 LADIES INC., desiring to organize under the laws of the State of Florida, with its
principal office as indicated in the Article of Incorporation in the city of Delray Beach, Florida, has
named JACOB STONE, ESQ LOCATED AT 428 Plaza Real, Ste. 614, Boca Raton, Florida
33432 as its agent to accept service of process for the Corporation within this State.

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



JACOB STONE, ESQ

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SECRETARY OF STATE
TALLAHASSEE FLORIDA

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