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TRANSMITTAL LETTER

DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
P.O. BOX 6327
TALLAHASSEE, FL 32314

500004035615--1
-04/20/01--01078--004
*****78.75 *****78.75

RE: MISTRESS CHARTER, INC

ENCLOSED IS AN ORIGINAL AND ONE (1) COPY OF THE ARTICLES OF INCORPORATION
AND CHECK FOR \$ 78.75 (FILING FEE & CERTIFICATE OF STATUS) PLEASE MAIL
ARTICLES TO THE FOLLOWING ADDRESS:

ALBERT J. FERNANDEZ
1520 NE 13 PL
MIAMI, FL 33139
305-577-0403

IF YOU HAVE ANY QUESTION PLEASE CALL THE PHONE NUMBER ABOVE.

THANK YOU



ALBERT FERNANDEZ

FILED
01 APR 20 AM 9:29
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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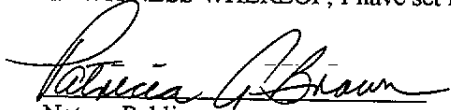
ARTICLES OF INCORPORATION
OF
MISTRESS CHARTER, INC.

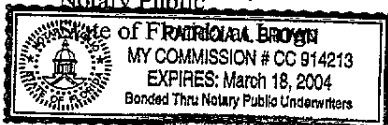
- FIRST: The name of this corporation is **MISTRESS CHARTER, INC.**
- SECOND: **MISTRESS CHARTER, INC.** is organized for the purpose of transacting business for which corporations may be formed in Florida.
- THIRD: The duration of **MISTRESS CHARTER, INC.** is perpetual.
- FOURTH: **MISTRESS CHARTER, INC.** is authorized to issue 100 shares of common stock, value \$1.00 per share.
- FIFTH: The address of the initial registered office and the principal office of is **MISTRESS CHARTER, INC** The name and address of the initial registered agent of this corporation is **ALBERT FERNANDEZ 1520 NE 13 PL MIAMI FL 33139**
- SIXTH: **MISTRESS CHARTER, INC.** shall have one director initially, and the number of directors may be changed as provided in the Bylaws, but shall never be less than one. The names and address of the initial director of this Corporation is **ALBERT FERNANDEZ 1520 NE 13 PL MIAMI FL 33139**
- SEVENTH: The name(s) and address of the incorporator (s) is **ALBERT FERNANDEZ 1520 NE 13 PL MIAMI FL 33139**

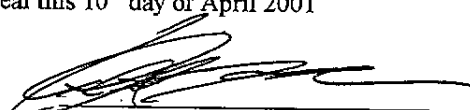
STATE OF FLORIDA:
COUNTY OF DADE:

Before me, a notary public authorized to take acknowledgments, appeared, **ALBERT FERNANDEZ** known to me to be the person who executed the foregoing Articles of Incorporation, and she acknowledged that she executed those Articles of Incorporation.

IN WITNESS WHEREOF, I have set my hand and my seal this 10th day of April 2001



Notary Public




ALBERT FERNANDEZ
Incorporator

**ACCEPTANCE OF APPOINTMENT OF
REGISTERED AGENT**

The undersigned accepts the appointment as registered agent contained in the foregoing Articles of Incorporation


ALBERT FERNANDEZ
Registered agent

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA