

P01000049197

Department of State
Division of Corporations
P.O. Box 6327
Tallahassee, FL. 32314

FILED
01 MAY 11 AM 9:31
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

SUBJECT: tPRIMMI SOUL OF THE AMERICAS INC..

200004212012--9
-05/11/01--01091--003
*****87.50 *****87.50

Enclosed is an original and one (1) copy of the articles of incorporation and a check for:

\$ 87.50
Filing Fee, Certified Copy & Certificate.

FROM: PATRICK O'KEITH OWENS
1129 NW 60TH STREET
MIAMI, FLORIDA 33127
(305) 751-7361

D. BROWN MAY 17 2001

ARTICLES OF INCORPORATION
OF
tPRIMMI SOUL OF THE AMERICAS INC.
(a corporation for profit)

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned, acting as 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 this Corporation is tPRIMMI SOUL OF THE AMERICAS INC., and its address is 1129 NW 60th Street, Miami, Florida 33127.

ARTICLE II – DURATION

This Corporation shall have perpetual existence.

ARTICLE III – PURPOSE

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

ARTICLE IV – CAPITAL STOCK

This Corporation is authorized to issue -----shares of One (\$1.00) Dollar par value common stock, which shall be designated "Common Shares".

ARTICLE V – INITIAL REGISTERED OFFICE AND AGENT

The name of the initial registered agent of this Corporation is PATRICK O'KEITH OWENS, and the address is 1129 NW 60th Street, Miami, Florida 33127.

ARTICLE VI – INITIAL OFFICERS

This Corporation shall have four (4) Officers initially. The number of Officers may be increased or decreased from time to time by the Bylaws but shall never be less than one (1). The names and addresses of the initial Officers of this Corporation are:

<u>NAME & ADDRESS</u>	<u>POSITION</u>
Patrick O'Keith Owens 1129 NW 60 th Street MIAMI, FL. 33127	PRESIDENT
Patrick O'Keith Owens 1129 NW 60 th Street MIAMI, FL. 33127	VICE-PRESIDENT
Patrick O'Keith Owens 1129 NW 60 th Street MIAMI, FL. 33127	SECRETARY
Patrick O'Keith Owens 1129 NW 60 th Street MIAMI, FL. 33127	TREASURER

NOTE: Affixing an officer title after a signature of an incorporator does not constitute the designation of officers.

ARTICLE VII – BYLAWS

The Bylaws of this Corporation may be adopted, altered, amended or repealed by either the Shareholders or Directors.

ARTICLE VIII – INDEMNIFICATION

This Corporation shall indemnify any Officer or Director, or any former Officer or Director, to the full extent permitted by law.

ARTICLE IX – INCORPORATOR(S)

The name(s) of the person(s) signing these Articles is(are) Patrick O'Keith Owens, address of 1129 NW 60th Street, Miami, FL 33127.

ARTICLE X – AMENDMENTS

This Corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, in accordance with the provisions of the Florida Business Corporation Act.

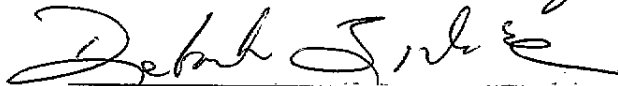
IN WITNESS WHEREOF, the undersigned incorporator(s) have executed these Articles of Incorporation this 1st day of May 2001.

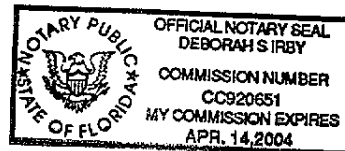

Patrick O'Keith Owens, Incorporator

STATE OF FLORIDA)
SS.
COUNTY OF DADE)

BEFORE ME, a notary public authorized to take acknowledgments in the state and county set forth above, personally appeared now and known by me to be the person(s) who executed the foregoing Articles of Incorporation, and he(they) acknowledge before me that he(they) executed those Articles of Incorporation.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal in the state and county aforesaid, this 9th day of May, 2001.


NOTARY PUBLIC, STATE OF FLORIDA
AT LARGE
My commission Expires:



ACCEPTANCE BY REGISTERED AGENT

HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION, AT THE PLACE DESIGNATED IN ARTICLE V OF THESE ARTICLES OF INCORPORATION, THE UNDERSIGNED HEREBY AGREES TO ACT IN THIS CAPACITY, AND FURTHER AGREES TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATIVE TO THE PROPER AND COMPLETE DISCHARGE OF HIS DUTIES.

DATED THIS 9TH DAY OF MAY, 2001.

FILED
01 MAY 11 AM 9:31
By: Patrick O'Keith Owens
PATRICK O'KEITH OWENS
PRINT (Registered Agent)
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT/REGISTERED OFFICE

PURSUANT TO THE PROVISIONS OF SECTION 607.0501, OF 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 tPRIMMI SOULS OF THE AMERICAS INC.
2. The name and address of the registered agent and office is:

PATRICK O'KEITH OWENS
1129 NW 60th Street
Miami, Florida 33127

Having been named as registered agent and to accept service of process for the above
stated corporation, at the place designated in this certificate, the above mentioned agent
hereby accepts the appointment as registered agent and agrees to act in this capacity. He
further agrees to comply with the provisions of all statutes relative to the proper and
complete performance of his duties, and is familiar with and accepts the obligations of
this position as registered agent.