

Roman 7/4/91

LAZARUS CORPORATE FILING SERVICE

(Requestor's Name)
 3320 S.W. 87 AVENUE
 (Address)
 MIAMI, FLORIDA (305)552-5973
 (City, State, Zip) (Phone #)

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 -08/07/01--01038--017
 *****78.75 *****78.75

TERESA ROMAN (TALLAHASSEE REPRESENTATIVE)

OFFICE USE ONLY

CORPORATION NAME(S) & DOCUMENT NUMBER(S) (if known):

1. STAR DUST INVESTMENTS INC.
 (Corporation Name) (Document #)
2. _____
 (Corporation Name) (Document #)
3. _____
 (Corporation Name) (Document #)
4. _____
 (Corporation Name) (Document #)

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 01 AUG - 7 PM 1:51
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 TALLAHASSEE FLORIDA

- Walk in Pick up time 2:00 Certified Copy
 Mail out Will wait Photocopy Certificate of Status

RECEIVED
 01 AUG - 7 AM 10:17
 DIVISION OF CORPORATION

NEW FILINGS	
<input checked="" type="checkbox"/>	Profit
<input type="checkbox"/>	NonProfit
<input type="checkbox"/>	Limited Liability
<input type="checkbox"/>	Domestication
<input type="checkbox"/>	Other

AMENDMENTS	
<input type="checkbox"/>	Amendment
<input type="checkbox"/>	Resignation of R.A., Officer/Director
<input type="checkbox"/>	Change of Registered Agent
<input type="checkbox"/>	Dissolution/Withdrawal
<input type="checkbox"/>	Merger

OTHER FILINGS	
<input type="checkbox"/>	Annual Report
<input type="checkbox"/>	Fictitious Name
<input type="checkbox"/>	Name Reservation

REGISTRATION/QUALIFICATION	
<input checked="" type="checkbox"/>	Foreign
<input checked="" type="checkbox"/>	Limited Partnership
<input type="checkbox"/>	Reinstatement
<input type="checkbox"/>	Trademark
<input type="checkbox"/>	Other

[Handwritten Signature]

Examiner's Initials

**ARTICLES OF INCORPORATION
OF
STAR DUST INVESTMENTS INC.,**

THE UNDERSIGNED, has executed the following document as incorporation of the above named corporation, a corporation organized under the laws of the State of Florida, and all rights, duties and obligations of the undersigned as incorporator, and those of the corporation, are to be determined in accordance with the laws of the State of Florida.

ARTICLE I

The name of the corporation shall be: **STAR DUST INVESTMENTS INC.,**

ARTICLE II

This corporation shall commence existence upon the filing of these Articles of Incorporation by the Department of State, State of Florida, and shall have perpetual existence.

ARTICLE III

The general nature of the business and objects and purposes proposed to be transacted and carried on by this corporation are to do any and all of the things herein mentioned, as fully and to the same extent as natural persons might do, viz.

- 1) Transact any and all lawful business.
- 2) Said corporation shall further have powers: to have perpetual succession by its corporate name; To sue and be sued, complain, and defend in its corporate name in all actions or proceedings; To have a corporate seal, which may be altered at pleasure, and to the same by causing it, or a facsimile thereof, to be impressed, affixed, or in any other manner reproduced; to purchase, take, receive, lease or otherwise acquire, own, held, improve, use, and otherwise deal in and with real or personal property or any interest therein, wherever situated; To sell, convey, mortgage, pledge, create a security interest in, lease, exchange, transfer and otherwise dispose of all or any part of its property and assets; To lend money to, and use its credit to assist, its officers and employees in accordance with Florida Statute 607.141; Purchase, take, receive, subscribe for, or otherwise acquire, own, hold, vote, use, employ, sell, mortgage, lend, pledge, or otherwise dispose of, and otherwise use and deal in and with, shares or other interest in, or obligations of, other domestic or foreign corporations, associations, partnerships, or individuals, or direct or indirect obligations of the United States or of any other government, state, territory, governmental district, or municipality or of any instrumentality thereof; To make contracts and guarantees and incur liabilities, borrow money at such rates of interest as the corporation may determine, issue its notes, bonds, and other obligations by mortgage or pledge of all or any of its property, franchised, and income; To lend money for its corporate purpose, invest and reinvest its funds, and take and hold real and personal property as security of the payment of funds so loaned

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or invested; To conduct its business, carry on its operations, and have offices and exercise the powers granted by this act within or without this state; To elect or appoint officers and agents of the corporation and define their duties and fix their compensation; To make and alter by-laws, not inconsistent with its Articles of Incorporation or with the laws of this State, for the administration; To make donations for the public welfare or for financial table, scientific, or educational purposes; To transact any lawful business which the Board of Directors shall find will be in aid of governmental policy; To pay pensions and establish pension plans, profit sharing plans, stock bonus plans, stock options plans, and other incentive plans for any or all of its directors, officers, and employees of its subsidiaries; To be a promoter, incorporator, partner, member, associate, or manager of any corporation, partnership, joint venture, trust, or other enterprise; To have and exercise all powers necessary or convenient to effect its purposes; To indemnify any person who by reason of the fact that he is or was a director, officer, employee or agent of the corporation to the full extent as permitted by Florida Statute 607.014;

ARTICLE IV

The aggregate number of shares which the corporation shall have authority to issue is the total sum of (1000) shares, having an individual par value of \$1.00 dollar. Unless otherwise stated in these articles, or in an amendment to these articles, there shall be only one (1) class of stock of this corporation.

ARTICLE V

The street address of the initial registered office, the principal office, and the name of the initial Resident Agent of this corporation shall be:

Richard F. Kondla
9555 SW 88th Street, Suite 201
Miami, Florida 33176

ARTICLE VI


The initial Board of Directors shall consist of a total of one (1) person(s) and the name and address of the person(s) who is to serve as an initial directors:

John Pistorino
6535 SW 123rd Street
Pinecrest, Florida 33156

The name and address of the incorporator executing these Articles of Incorporation is:

Richard F. Kondla
9555 SW 88th Street, Suite 201
Miami, Florida 33176


IN WITNESS WHEREOF, the undersigned incorporator has(ve) executed these Articles of Incorporation this 3rd day of August , 2001.

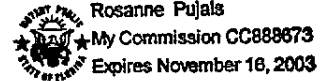

Richard F. Kondla
Incorporator

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 known, Richard F. Kondla 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 3rd day August, 2001.

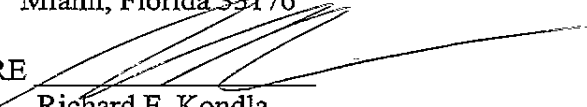

NOTARY PUBLIC STATE OF FLORIDA
AT LARGE
My commission Expires:



CERTIFICATE OF DESIGNATION
REGISTERED AGENT / REGISTERED OFFICE

Pursuant to the provisions of Section 607.325 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: **STAR DUST INVESTMENTS INC.,**
2. The name and address of the registered agent and office is:
Richard F. Kondla
9555 SW 88th Street, Suite 201
Miami, Florida 33176

SIGNATURE 
TITLE: Incorporator

Date: August 3rd, 2001

HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE

STATED CORPORATION AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I
HEREBY AGREE TO ACT IN THIS CAPACITY, AND I FURTHER AGREE TO COMPLY
WITH THE PROVISIONS OF ALL STATUTES RELATIVE TO THE PROPER AND
COMPLETE PERFORMANCE OF MY DUTIES, AND I ACCEPT THE DUTIES AND
OBLIGATIONS OF SECTION 607.325, FLORIDA STATUTES.

SIGNATURE 

Richard F. Kondla

DATE: August 3rd, 2001

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