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Florida Department of State
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To:

Division of Corporations
Fax Number : (850) 205-0381

From:

Account Name : EMPIRE CORPORATE KIT COMPANY
Account Number : 072450003255
Phone : (305) 634-3694
Fax Number : (305) 633-9696

FLORIDA PROFIT CORPORATION OR P.A.

S & D LIFE VENTURES, INC.

Certificate of Status	0
Certified Copy	0
Page Count	03
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(3)

ARTICLES OF INCORPORATION

OF

S & D LIFE VENTURES, INC.

ARTICLE I

The name of this corporation is S & D LIFE VENTURES, INC. The principal address of the corporation is 337 Burleigh Street, Orlando, Florida 32824.

ARTICLE II

This corporation shall have perpetual existence, unless sooner dissolved according to law.

ARTICLE III

This corporation is organized for the following purpose: To engage in the transaction of any and all lawful business whatsoever.

ARTICLE IV

This corporation is authorized to issue One Thousand (1,000) shares of One Hundred Dollars (\$100.00) par value common stock.

ARTICLE V

The street address of the initial registered office of this corporation is 46 S. W. First Street, Fourth, Floor, Miami, Florida 33130 and the name of the registered agent of this corporation at that address is Keith D. Diamond.

ARTICLE VI

This corporation shall have one (1) director initially. The number of director(s) may be increased or diminished from time to time by the By-Laws, but shall never be less than one. The name and address of the initial director of this corporation and of the corporation is:

Susan Soles

337 Burleigh Street
Orlando, Florida 32824

The officers of the corporation are as follows:

Susan Soles

President, Vice-President,
Secretary, Treasurer

ARTICLE VII

The name and address of the person signing these Articles is

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Keith D. Diamond, 46 S. W. First Street, Fourth Floor, Miami, Florida 33130.

ARTICLE VIII

The power to adopt, alter, named or repeal By-Laws shall be vested in the Florida General Corporation Act.

ARTICLE IX

This corporation shall have all the corporate powers enumerated in the Florida General Corporation Act.

ARTICLE X

The corporation shall indemnify any office or director, or any former officer or director, to the full extent permitted by law.

ARTICLE XI

This corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment hereto, and any right conferred upon the shareholders is subject to this reservation.

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation this 28 day of September, 2001.

I AM HEREBY familiar with and accept the duties and responsibilities as registered agent for said corporation.

KEITH D. DIAMOND
Subscriber and Registered Agent

STATE OF FLORIDA }
COUNTY OF DADE } ss.

28 The foregoing instrument was acknowledged before me on this day of September, 2001, by Keith D. Diamond, who is personally known to me.

Maria E. Nolasco
NOTARY PUBLIC, State of Florida
At Large

My Commission Expires:

Print Name: MARIA E. NOLASCO

Prepared by: Keith D. Diamond, reg.
46 S. W. First Street
Miami, FL 33130
(305) 441-1111



Maria E. Nolasco
MY COMMISSION # DD022254 EXPIRES
May 1, 2005
BONDED THRU TROY FARM INSURANCE, INC

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