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FLORIDA PROFIT CORPORATION OR P.A.

MICHELE, INC.

Certificate of Status	0
Certified Copy	1
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**ARTICLES OF INCORPORATION
OF
MICHELE, INC.**

The undersigned incorporator hereby forms a Corporation under Chapter 607 of the laws of the State of Florida.

Article I. Name

The name of the Corporation shall be:

MICHELE, INC.

The address of the principal office of this Corporation shall be 5235 N. Bay Road, Miami Beach, Florida 33140 and the mailing address of the corporation shall be 5235 N. Bay Road, Miami Beach, Florida 33140.

Article II. Nature of Business

This Corporation may engage or transact in any or all lawful activities or business permitted under the laws of the United States, the State of Florida or any other state, country, territory or nation.

Article III. Capital Stock

The maximum number of shares of stock that this Corporation is authorized to have outstanding at any one time is 1000 shares of common stock having \$1.00 par value per share.

Article IV. Registered Agent

The street address of the initial registered office of the Corporation shall be 5235 N. Bay Road, Miami Beach, Florida 33140, and the name of the initial registered agent of the Corporation at that address is Michele Hill.

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Article V. Term of Existence

This Corporation is to exist perpetually.

Article VI. Board of Directors

All corporate powers shall be exercised by or under the authority of, and the business and affairs of the corporation managed under the direction of its Board of Directors, subject to any limitation set forth in these Articles of Incorporation. This Corporation shall have one Director, initially. The name and address of the initial member of the Board of Directors is:

MICHELE HILL

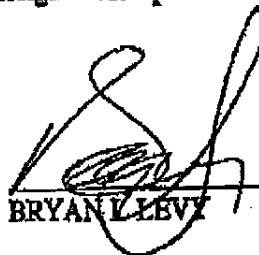
5235 N. BAY ROAD
Miami Beach, Florida 33140

Article VIII. Incorporator

The name and street address of the incorporator of this Corporation is:

BRYAN I. LEVY, ESQ.
PHILLIPS, EISINGER, KOSS, ROTHSTEIN & ROSENFELDT, P.A.
4000 Hollywood Boulevard, Suite 265-S
Hollywood, Florida 33021

IN WITNESS WHEREOF, the undersigned Incorporator has hereunto set his hand and seal this 10 day of October, 2001.


BRYAN I. LEVY

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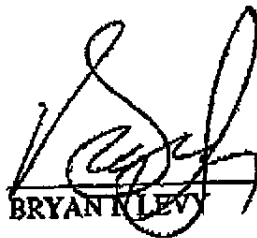
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**ACCEPTANCE OF REGISTERED AGENT DESIGNATED
IN THE ARTICLES OF INCORPORATION**

BRYAN I. LEVY, an individual residing in this state, having a business office identical with the registered office of the Corporation named below, and having been designated as the Registered Agent in the Articles of Incorporation of:

MICHELE, INC.

is familiar with and accepts the obligations of the position of Registered Agent under Section 607.0505, Florida Statutes.


BRYAN I. LEVY

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