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Mail-out NEW FILINGS XXX Profit Non-Profit Limited Liability Domestication Other OTHER FILINGS Annual Report Fictitious Name Name Reservation	Pick-up time ASAP Will wait Photocop AMENDMENTS Amendment Resignation of R.A., Officer Change of Registered Ager Dissolution/Withdrawal Merger REGISTRATION/QUALIFICA Foreign Limited Partnership Reinstatement Trademark Other	/Director nt	
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ARTICLES OF INCORPORATION

OF

SWINGING STARS, INC.

The undersigned, being the sole subscriber to these Articles of Incorporation is a natural person competent to contract, hereby undertaking to form a corporation under the laws of the State of Florida.

ARTICLE I. NAME

The name of this corporation is: SWINGING STARS, INC.

ARTICLE II. DURATION

This corporation shall have perpetual existence commencing on the date that these Articles are formally accepted by the Office of the Secretary of State for the State of Florida.

ARTICLE III. PURPOSE

This corporation is organized for the purpose of transacting any or all lawful business under the laws of the State of Florida or the United States.

ARTICLE IV. CAPITAL STOCK

This corporation is authorized to issue 100 shares of stock at \$1.00 par value common stock which shall be designated common shares.

ARTICLE V. PRE-EMPTIVE RIGHTS

Every shareholder, upon the sale for cash of any new stock of this corporation of the same kind, class or series in that which he already holds, shall have the right to purchase this prorata share (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

ARTICLE VI. INITIAL REGISTERED AGENT AND PRINCIPAL OFFICE OF CORPORATION

The name of the initial registered agent of this corporation is: Robert Kit Korey, of 595 W. Granada Boulevard, Suite A, Ormond Beach, Volusia County, Florida 32174, and the street address of the principal office of this corporation is: 595 W. Granada Boulevard, Suite A, Ormond Beach, Volusia County, Florida 32174.

ARTICLE VII. INCORPORATORS

The name and address of the person signing these Articles is: ROBERT KIT KOREY, whose address is: 595 W. Granada Boulevard, Suite A, Ormond Beach, Florida 32174.

ARTICLE VIII. BOARD OF DIRECTORS

This corporation shall not have directors. The business of this corporation is to be managed by a majority of the shareholders entitled to vote, rather than by a Board of Directors.

ARTICLE IX. INDEMNIFICATION

This corporation shall indemnify any offer to the full extent of the law.

ARTICLE X. AMENDMENT

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

ROBERT KIT KOREY

STATE OF FLORIDA COUNTY OF VOLUSIA

The foregoing instrument was acknowledged before me this day of 1000, 2001, by ROBERT KIT KOREY, who (is personally known to me) (provided his driver's license as identification) and who (did) (did not) take an oath.

Notary Public

State of Florida at Large

My Commission No:

My Commission Expires:

Michele Werner Walker
MY COMMISSION # DD000943 EXPIRES
April 4, 2005
BONDED THRU TROY FAIN INSURANCE, INC.

CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE SERVICE OF PROCESS WITHIN THIS STATE, NAMING AGENT UPON WHOM PROCESS MAY BE SERVED

In pursuant of Chapter 48.091, Florida Statutes, the following is submitted in compliance with said Act:

First, SWINGING STARS, INC., desiring to organize under the laws of the State of Florida with its principal office, as indicated in the Articles of Incorporation, at 595 W. Granada Boulevard, Suite A, Ormond Beach, Volusia County, Florida, 32174, has named the undersigned as agent to accept service of process within this state.

Having been named to accept service of process for the above stated corporation, at the place designated in this certificate, I hereby accept to act in this capacity and agree to comply with the provisions of said Act relative to keeping open said office.

ROBERT KIT KOREY, Registered Agent

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