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Florida Department of State  
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## FLORIDA PROFIT CORPORATION OR P.A.

thalia ventures, inc.

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ARTICLES OF INCORPORATION

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(6)

OF

THALIA VENTURES INC.

The undersigned hereby presents these Articles for the formation of a corporation under the laws of the State of Florida.

ARTICLE I

CORPORATE NAME

The name of this corporation is THALIA VENTURES INC.. The principal place of business is 9549 NW 9<sup>th</sup> Court, Plantation, Florida 33324. The mailing address for the corporation is: P.O. Box 22292, Fort Lauderdale, Florida 33335-2292.

ARTICLE II

PURPOSE

The general purpose or purposes for which the corporation is initially organized shall be to engage in the transaction of any or all lawful business for which corporations may be incorporated under Chapter 607 of the Florida General Corporation Act; and the corporation shall have the power to take all action and do all things necessary and proper to carry out the foregoing purposes.

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### ARTICLE III

#### CAPITAL STOCK

The corporation is authorized to issue one hundred (100) shares of common stock having no par value.

### ARTICLE IV

#### CORPORATE EXISTENCE

This corporation shall exist perpetually unless sooner dissolved according to law. The corporation shall be effective as of date of filing.

### ARTICLE V

#### INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this Corporation in the State of Florida is:

9549 NW 9<sup>th</sup> Court  
Plantation, FL 33324

and the name of the initial registered agent at that address is:

KENNETH R. BLOEMKER

### ARTICLE VI

#### NUMBER OF DIRECTORS

This corporation shall have one (1) director(s) initially. The number of director(s) may be increased or decreased from time to time, by the by-laws adopted by the stockholders, but shall never be less than one (1).

## ARTICLE VII

### INITIAL BOARD OF DIRECTORS

The names and addresses of the initial Board of Directors of this Corporation and their offices are:

<u>NAME</u>	<u>ADDRESS</u>
Kenneth R. Bloemker	9549 NW 9 <sup>th</sup> Court Plantation, FL 33324

## ARTICLE VIII

### SUBSCRIBER

The name and address of the incorporator is:

<u>NAME</u>	<u>ADDRESS</u>
Kenneth R. Bloemker	9549 NW 9 <sup>th</sup> Court Plantation, FL 33324

## ARTICLE IX

### CUMULATIVE VOTING FOR DIRECTORS

At all elections of directors of this corporation, each stockholder shall be entitled to as many votes as shall equal the number of shares which he is entitled to vote multiplied by the number of directors to be elected; and he may cast all such votes for a single director, or may distribute them among any number of directors to be elected.

ARTICLE X  
AMENDMENT

These Articles of Incorporation may be amended in the manner provided by law. Every amendment shall be approved by the Board of Directors, proposed by them to the stockholders, and approved at a stockholders' meeting by a majority of the stock entitled to vote thereon, unless all the Directors and all the Stockholders sign a written statement manifesting their intention that a certain amendment of these Articles of Incorporation be made.

IN WITNESS WHEREOF, I, the incorporator, have executed these Articles of Incorporation this 8<sup>th</sup> day of January, 2002.

Kenneth R. Bloemker  
(SEAL)  
KENNETH R. BLOEMKER

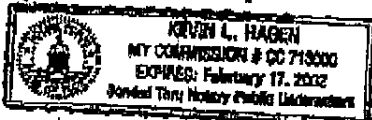
STATE OF FLORIDA     )  
                                  ) ss:  
COUNTY OF BROWARD)

BEFORE ME, the undersigned authority, personally appeared to me, KENNETH R. BLOEMKER, well known and known to me to be the individual described in or who has produced FL DL # 6452516-45-267-0 as identification, and who executed the foregoing Articles of Incorporation, and he acknowledged before me that he executed the same for the purposes therein expressed.

IN WITNESS WHEREOF, I have hereunto affixed my hand and official seal at Fort Lauderdale, County of Broward, State of Florida, this 8<sup>th</sup> day of January A.D., 2002.

[Signature]  
NOTARY PUBLIC  
State of Florida at Large

My Commission Expires:



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DIVISION OF CORPORATIONS

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

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IN COMPLIANCE WITH SECTION 48.091, FLORIDA STATUTES, THE  
FOLLOWING IS SUBMITTED:

FIRST--THAT THALIA VENTURES INC.  
CORPORATE NAME

DESIRING TO ORGANIZE OR QUALIFY UNDER THE LAWS OF THE STATE OF  
FLORIDA, WITH ITS PRINCIPAL PLACE OF BUSINESS IN THE CITY OF  
PLANTATION, STATE OF FLORIDA, HAS NAMED KENNETH R. BLOEMKER  
LOCATED AT 9549 NW 9<sup>TH</sup> COURT, CITY OF PLANTATION, STATE OF FLORIDA,  
AS ITS AGENT TO ACCEPT SERVICE OF PROCESS WITHIN FLORIDA.

SIGNATURE Kenneth R. Bloemker  
BY: KENNETH R. BLOEMKER  
TITLE: Incorporator

Dated this 8<sup>th</sup> day of January, 2002.

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.

SIGNATURE: Kenneth R. Bloemker  
KENNETH R. BLOEMKER  
RESIDENT AGENT

Dated this 8<sup>th</sup> day of January, 2002.

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