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

PROFFITT & CO. INC.

Certificate of Status	0
Certified Copy	1
Page Count	06
Estimated Charge	\$78.75

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ARTICLES OF INCORPORATION
OF

PROFFITT & CO. INC

The undersigned, acting as incorporator of **PROFFITT & CO. INC.** Under the Florida Business corporation Act, adopts the following articles of incorporation.

ARTICLE I - NAME

The name of the corporation is **PROFFITT & CO. INC.**

ARTICLE II - ADDRESS

The mailing address of the corporation is:

PROFFITT & CO. INC.
C/O SOUTH BROWARD ACCOUNTING SERVICE INC
1152 N UNIVERSITY DRIVE STE 202
PEMBROKE PINES, FL 33024

ARTICLE III - COMENCEMENT OF EXISTENCE

The existence of the corporation will commence on the date of filing these articles of incorporation

ARTICLE IV - PURPOSE

The corporation is organized for the purpose of transacting any and all lawful business for which corporations may be incorporated in accordance with applicable Florida statutes. The purpose of this corporation is to render all services pertaining to **PROFFITT & CO. INC.**

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SECRETARY OF STATE
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ARTICLE V - AUTHORIZED SHARES

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

ARTICLE VI - INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of the corporation is 1152 N UNIVERSITY DRIVE STE 202, PEMBROKE PINES, FL 33024 and the name of the corporation's initial registered agent at that address is MIRTA CHEDIAK

ARTICLE VII - INITIAL BOARD OF DIRECTORS

The corporation shall have two directors initially. The number of directors may either be increased or diminished from time to time, as provided in the bylaws, but never be less than one. The name and address of the initial directors are:

NAME	ADDRESS
SHAWN PROFFITT	2169 TORTOISE SHELL DRIVE ORLANDO, FL 32810
WENDY WILLIAM-PROFFITT	2169 TORTOISE SHELL DRIVE ORLANDO, FL 32810

ARTICLE VIII - INCORPORATOR

The name and address of the incorporator is:

NAME	ADDRESS
MIRTA CHEDIAK	1152 N UNIVERSITY DR #202 PEMBROKE PINES, FL 33024

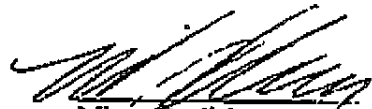
ARTICLE IX - BYLAWS

The power to adopt, altar, amend or repeal bylaws shall be vested in the board of directors and the shareholders, except that the board of directors may not amend or repeal any bylaw adopted by the shareholders specifically providing that the bylaw is not subject to amendment or repeal by the directors.

ARTICLE X - AMENDMENTS

The corporation reserves the right to amend, altar, change, or repeal any provision in these articles of incorporation in the manner described by law and all rights conferred on Shareholders are subject to this reservation.

The undersigned authority, for the purpose of forming a corporation under the laws of the State of Florida, has executed these articles of incorporation this 4th day of February 2002.



Mirta Chediak

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ACKNOWLEDGEMENT

Having been named to accept service of process for corporation named above, at the place designated in this certificate, I agree to act in that capacity, to comply with the provision of the Florida Business Corporation Act, and am familiar with, accept, the obligations of that position.


Mirta Chediak

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