

P02000014847

DEANNA WARD
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FILED
02 FEB -4 PM 3:07
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

January 28, 2002

Secretary of State
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

Re: Grabebootie, Inc.

700004965827--5
-02/05/02--01023--008
****122.50 *****78.75

Dear Sir/Madam:

Enclosed please find an original and a copy of Articles of Incorporation for the above-named corporation. In addition, a check for the sum of \$122.50 is enclosed to cover the filing fee and the expense of a certified copy.

Please file the original copy and return the certified copy to the undersigned.

Thank you for your assistance in this matter. If you have any questions do not hesitate to contact me.

EFFECTIVE DATE

01-28-02

Very truly yours,



Deanna Ward

gs/8

**ARTICLES OF INCORPORATION
OF
GRABEBOOTIE, INC.**

FILED
02 FEB -4 PM 3:08
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned, acting as Incorporator of a corporation under the Florida Business Corporation Act, adopts the following Articles of Incorporation for such corporation:

ARTICLE I

NAME

The name of this corporation is **GRABEBOOTIE, INC.**

ARTICLE II

EFFECTIVE DATE

01-28-01

PRINCIPAL OFFICE/MAILING ADDRESS

The principal office and mailing address of the corporation is 2212 South Chickasaw Trail, Suite 109, Orlando, Florida 32825.

ARTICLE III

SHARES

The number of shares the corporation is authorized to issue is 1000 shares par value of .10 dollars per share.

ARTICLE IV

PREEMPTIVE RIGHTS

Each shareholder of this corporation shall have the first right to purchase shares (and securities convertible into shares) of any class, kind or series of stock in this corporation that may from time to time be issued (whether or not presently authorized),

including shares from the treasury of this corporation, in the ratio that the number of shares that he/she holds at the time of issue bears to the total number of shares issued. Any shareholder who does not exercise their rights and pay for the shares within thirty (30) days of receipt of a notice in writing from the corporation, stating the prices, terms and conditions of the issue of shares, and inviting him/her to exercise his/her preemptive rights is preempted thereafter from exercising such rights. This right may also be waived by affirmative written waiver submitted by the shareholder to the corporation within thirty (30) days of receipt of notice from the corporation.

ARTICLE V

INITIAL REGISTERED OFFICE AND AGENT

The name and street of the initial Registered Agent and office of this corporation is Jesse Clements, 2212 S. Chickasaw Trail, #109, Orlando, Florida 32825.

ARTICLE VI

INITIAL BOARD OF DIRECTORS

Director:	Deana Dawn Ward
Director:	Susan Cathy Hickman

ARTICLE VII

INCORPORATOR

The name and address of the incorporator is Deanna Ward, 2212 South Chickasaw Trail, Suite 109, Orlando, Florida 32825.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE VIII

PURPOSE

The purpose is to engage in any activities or business permitted under the laws of the United States and Florida.

ARTICLE IX


EFFECTIVE DATE

Pursuant to Fla. Stat. §607.0203, the effective date of the corporate existence is five (5) days prior to the filing of these Articles of Incorporation with the State of Florida.

IN WITNESS WHEREOF, by the undersigned Incorporator has executed these Articles of Incorporation this 31st day of January, 2002.


Deanna Ward, Incorporator

Having been named as Registered Agent for the above-stated corporation, 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 and I accept the duties and obligations of §607.0505, Florida Statutes.


Jesse Clements, Registered Agent