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LAW OFFICES OF
DAVID A. FINKELSTEIN, P.A.
20533 BICAYNE BLVD SUITE 317
AVENTURA, FL 33180
PHONE: (305) 865-6368 FAX: (305) 513-5650

February 20, 2002

Division of Corporations
P.O. Box 6327
Tallahassee, Florida 32314

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-04/08/02--01060--003
*****80.00 *****78.75

Re: Regal Enterprises Inc. *(Co Miami)*

To Whom It May Concern:

Enclosed are the following for the above referenced corporation for profit:

1. Articles of Incorporation to be filed with the Division of Corporation.
2. A certificate of registered agent/ registered office.
3. Check # 1585 paid to the Division of Corporation in the amount of \$0.00. Said amount to be applied to the filing fee, the registered agent fee, and the fee for a Certificate of Status.

Thank you for your cooperation with the formation of this corporation. If you have any questions concerning the forgoing please contact me at the above address and telephone number.

Sincerely,


David A. Finkelstein, Esq.

FILED
02 APR -8 PM 3:17
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

JK 4/12

**ARTICLES OF INCORPORATION OF
REGAL ENTERPRISES OF MIAMI INC.**

The undersigned for the purpose of forming a corporation under the Florida General Corporation Act, do hereby adopt the following articles of incorporation:

**ARTICLE ONE
NAME**

The corporate name that satisfies the requirements of section 607.0401 is: **Regal Enterprises of Miami Inc.**

**ARTICLE TWO
PRINCIPAL OFFICE**

The street address of the initial principal office of the corporation is: 1321 Alton Road Suite 565. Miami Beach, Florida 33139

**ARTICLE THREE
CORPATE DURATION**

The duration of the corporation is perpetual.

**ARTICLE FOUR
PURPOSES**

The general purposes for which the corporation is organized are:

1. To engage in the business of internet transactions.
2. To do such other things as are incidental to the foregoing or necessary or desirable in order to accomplish the forgoing.

**ARTICLE FIVE
STOCK**

- a.) The number of shares the corporation is authorized to issue is: One Thousand Shares (1000) Common Stock, at par value of \$.01 per share.
- b.) If the shares are to be divided into classes, the designation of each class is: N/A
- c.) If the corporation is to issue the shares of any preferred or special class in series, the designation of each series is: N/A

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REGAL
SECRETARY OF STATE
TALLAHASSEE FLORIDA

**ARTICLE SIX
REGISTERED OFFICE AND AGENT**

The name and street address of the initial registered agent of the corporation is David A. Finkelstein, Esq., at the Law Offices of David Finkelstein, P.A. 20533 Biscayne Blvd Suite 317 Aventura, Florida 33180.

**ARTICLE SEVEN
DIRECTORS**

The number of directors constituting the initial board of directors of the corporation is one (1). The name and address of each person who is to serve as directors until the first annual board meeting of shareholders or until heir successors are elected and shall qualify are: Jae Lopez at 1321 Alton Road Suite 565 Miami Beach, Florida 33139

**ARTICLE EIGHT
INCORPORATORS**

The name and address of the incorporator is Jae Lopez at 1321 Alton Road Suite 565 Miami Beach, Florida 33139.

**ARTICLE NINE
STATED CAPITAL**

The amount of stated capital with which the corporation shall begin business is one thousand dollars (\$1000.00).

**ARTICLE TEN
INTERNAL AFFAIRS**

The provisions for the regulation of internal affairs of the corporation are: N/A

**ARTICLE ELEVEN
PREEMPTIVE RIGHTS**

The provisions for granting preemptive rights are: N/A

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation on this 22 day of February, 2002.

Jaé Lopez

Jaé Lopez
Incorporator

STATE OF Ny
COUNTY OF Ny

Sworn to and subscribed before me 22 day of February, 2002.

ALAN L. NOSSEN
NOTARY PUBLIC, STATE OF NEW YORK
NO. 01NO5040514
QUALIFIED IN NASSAU COUNTY
COMMISSION EXPIRES MARCH 13, 2003

Alan L. Nossen
NOTARY PUBLIC
State of Florida New York

Personally known Jaé Lopez or produced identification NJ L6530 38300 62501
Identification produced ✓ esp 10/31/05

**CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT/REGISTERED OFFICE**

TO: Secretary of State
State of Florida

PURSUANT TO THE FLORIDA GENERAL CORPORATIONS ACT, THE UNDERSIGNED CORPORATION, ORGANIZED UNDER THE LAW OF THE STATE OF FLORIDA SUBMITS THE FOLLOWING STATEMENT IN DESIGNATING THE REGISTERED OFFICE/ REGISTERED AGENT, IN THE STATE OF FLORIDA.

1. The name of the corporation is: Regal Enterprises of Miami Inc.
2. The name and address of the registered agent and office is:

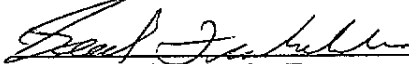
David A. Finkelstein, Esq.
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20533 Biscayne Blvd. Suite 317
Aventura, FL 33180

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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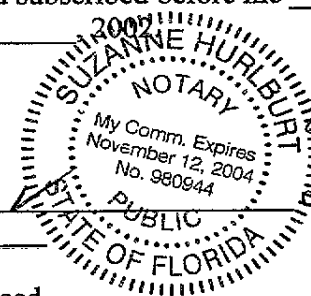
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Having been named as registered agent and accept service of process for the above stated corporation at the place designated in this certificate, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties and, I am familiar with and accept the obligations of my position as registered agent.


David A. Finkelstein, Esq.
Registered Agent

STATE OF FLORIDA
COUNTY OF DADE

Sworn to and subscribed before me 6th day of April 2004

 NOTARY PUBLIC
My Comm. Expires November 12, 2004
No. 980944
State of Florida

Personally known or produced identification

Identification produced