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Florida Department of State

Division of Corporations

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To:

Division of Corporations

Fax Number

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From:

Account Name

: EMPIRE CORPORATE KIT COMPANY

Account Number : 072450003255

: (305)634-3694

Fax Number

: (305)633-9696

FLORIDA PROFIT CORPORATION OR P.A.

AE-AE DESIGNS, INC.

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ARTICLES OF INCORPORATION OF:



AE-AE DESIGNS, INC.

The undersigned subscribers to these Articles of Incorporation, being natural persons competent to contract, do hereby form a corporation under the laws of the State of Florida.

ARTICLE I. NAME

The name of this corporation shall be: AE-AE DESIGNS, INC.

ARTICLE II. NATURE OF BUSINESS

This corporation may engage or transact in any or all lawful activities or business permitted under the laws of the United States, the State of Florida or any other state, country, territory or nation.

ARTICLE III. CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is 1,000 shares of common stock having a par value of \$1.00 per share. The corporation will begin business with One Hundred Dollars (\$100.00).

ARTICLE IV. ADDRESS

The street address and the mailing address of the initial registered office and principal address of the corporation shall be:

Street Address:

5830 N.E. 21 Road, Fort Lauderdale, FL 33308

Mailing Address:

5830 N.E. 21 Road, Fort Lauderdale, FL 33308

and the name and address of the initial registered agent of the corporation is:

ELLEN PERRY MARSHALL, 5830 N.E. 21 Road, Fort Lauderdale, FL 33308

The Principal Office is the same as the Registered Office.

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ARTICLE V. EXISTENCE

This corporation is to exist perpetually.

ARTICLE VI. PRE-EMPTIVE RIGHTS

Every shareholder upon the sale for cash of any new stock of this corporation of the same kind, class, or series as that which he already holds, shall have the right to purchase his pro-rata share thereof at the price at which it is offered to others.

ARTICLE VII. SPECIAL PROVISION

It is the intent of the incorporators that the corporation will qualify under section 1244 of the Internal Revenue Code.

ARTICLE VIII. DIRECTORS

This corporation shall have two directors, initially. The names and street addresses of the initial members of the Board of Directors are:

ELLEN PERRY MARSHALL, 5830 N.E. 21 Road, Fort Lauderdale, FL 33308 ANGELA WINNINGHAM, 5830 N.E. 21 Road, Fort Lauderdale, FL 33308

ARTICLE IX. OFFICERS

The names and addresses of the initial officers of the corporation who shall hold office for the first year of the corporation, or until their successors are elected or appointed are:

President: ELLEN FERRY MARSHALL, 5830 N.E. 21 Road, Ft. Lauderdale, FL 33308 Vice President: ANGELA WINNINGHAM, 5830 N.E. 21 Road, Ft. Lauderdale, FL 33308

ARTICLE X. SUBSCRIBERS

The names and addresses of the subscribers to these Articles of Incorporation are:

ELLEN PERRY MARSHALL, 5830 N.E. 21 Road, Fort Lauderdale, FL 33308 ANGELA WINNINGHAM, 5830 N.E. 21 Road, Fort Lauderdale, FL 33308

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IN WITNESS WHEREOF, the undersigned have hereunto set their hands and
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seals on ons,
TO accompany to the second sec
March a awinning am
Subscriber: Ellen Perry Marshall Subscriber: Angela Winningham
Subscriber: Eller to the subscriber to the subsc
STATE OF FLORIDA)
COUNTY OF BROWARD)
74 m
The foregoing instrument was acknowledged before me this
of fune 2002 by ELLEN PRECHHARSHALL Affricate Winningh Man
of fune 2002 by Eller Beer HARSHAR VIJAG-12 WAR
who le personally known to me and who did take an oath.
ARIE
NOTARY
CATUGOTHE FOREST
A COMPANY OF PROPERTY OF PROPE
My Commission Express Duc 5, 2004
SEAL Bornfiel By Nettonal Notary Assn.
My commission expires:
12/5/04

Page 3 of 3 pages

CERTIFICATE AND ACKNOWLEDGEMENT OF REGISTERED AGENT

Certificate of Registered Agent of:

AE-AE DESIGNS, INC.

Pursuant to Florida Statutes sections 48.091 and 607.034, the following is submitted:

The above corporation, desiring to organize under the laws of the State of Florida with its registered office as indicated in the Articles of Incorporation at: 5830 N.E. 21 Road, Fort Lauderdale, FL 33308

has named: ELLEN PERRY MARSHALL, 5630 N.E. 21 Road, Ft. Lauderdale, FL 33308, as its Registered Agent to accept service of process within the state.

ACKNOWLEDGEMENT

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

DATE: Ellen Perry Marshall STATE OF FLORIDA COUNTY OF BROWARD) The foregoing instrument was acknowledged before me this Hungday 2002 by Elben personally known to me and who did take an oath. **Notary** CATHERINE FOREST bary Public - State of Florida y Commission Espires Dec 5, 2004 SEAL Commission # DD087408 londed By National Matery Ass

My commission expires:

12/5/04