

JOHN F. TOLSON, JR.
ATTORNEY AT LAW
The Concord Building
462 Kingsley Avenue, Suite 101
Orange Park, Florida 32073

FILED

02 JUL -5 AM 9:30

SECRETARY OF STATE
TALLAHASSEE, FLORIDA
LEGAL ASSISTANT:
STARLA MABE
PHONE (904) 269-0050
FAX (904) 269-6119

REPLY TO:
P.O. BOX 655
ORANGE PARK, FL 32067-0655

July 1, 2002
P02000073661

Department of State
Division of Corporations
409 East Gaines Street
PO Box 6327
Tallahassee, FL 32314-6327

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*****70.00 *****70.00

Re: CUPID'S PLACE, INC.

Dear Sirs:

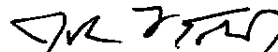
Enclosed are the original Articles of Incorporation for the above corporation and my firm check #4541 in the amount of \$70.00 to cover costs as follows:

1. \$35.00 filing fee
2. \$35.00 designation of Registered Agent

I have also enclosed one copy of the Articles of Incorporation for date stamp certification by you and return to me in the self addressed stamped envelope provided herein.

If you have any questions, please give me a call.

Very truly yours,


John F. Tolson, Jr.

JFT,Jr./sgm
Enclosures

ARTICLES OF INCORPORATION
OF
CUPID'S PLACE, INC.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned incorporator, for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopts the following Articles of Incorporation.

ARTICLE I - Name

The name of this corporation shall be:

CUPID'S PLACE, INC.

ARTICLE II - Principal Office

The principal place of business and mailing address of this corporation shall be:

Principal Office

351 Crossings Blvd. Apt. 924
Orange Park, FL 32073

Mailing Address

351 Crossings Blvd. Apt. 924
Orange Park, FL 32073

ARTICLE III - Capital Stock

The number of shares of stock that this corporation is authorized to have outstanding at any one time is: 1,000

The corporation is authorized to issue only one class of shares of stock. The aggregate number of shares that the corporation is authorized to issue is 1,000 shares. The aggregate par value of the shares is One Thousand Dollars (\$1,000.00), and the par value of each share is \$1.00. No distinction shall exist between the shares of the corporation or between the holders of such shares.

ARTICLE IV - INDEMNIFICATION

The Corporation shall indemnify each officer and Director, including former officers and directors, to the full extent permitted by law including but not limited to Florida Statute Section 607.0850.

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CUPID'S PLACE, INC.
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ARTICLE V - COMMENCEMENT OF CORPORATE EXISTENCE

In accordance with Section 607.0203, Florida Statutes the date when corporate existence shall commence when filed with Florida Secretary of State, The Division of Corporation.

ARTICLE VI - Initial Registered Agent and Address

The name and address of the initial registered agent is:

Kwan Mi Nevins
351 Crossing Blvd. Apt. 924
Orange Park, FL 32073

KN

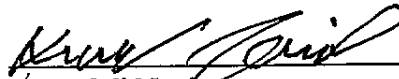
ARTICLE VII - Incorporator

The name and address of the initial incorporator to these Articles of Incorporation is:

Kwan Mi Nevins
351 Crossing Blvd. Apt. 924
Orange Park, FL 32073

KN

The undersigned has executed these Articles of Incorporation this 1st day of July, 2002.



Kwan Mi Nevins
Incorporator

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CUPID'S PLACE, INC.

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CERTIFICATE OF DESIGNATION
REGISTERED AGENT/REGISTERED OFFICE

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Pursuant to the provisions of Section 607.0501, Florida Statutes, the undersigned corporation, organized under the laws 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:

CUPID'S PLACE, INC.

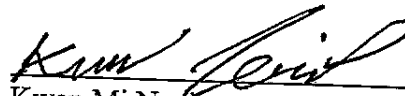
2. The name and address of the Registered Agent and office is:

Kwan Mi Nevins
351 Crossing Blvd. Apt. 924
Orange Park, FL 32073



Kwan Mi Nevins
Title: Incorporator
Date: July 1, 2002

Having been named as Registered Agent and to 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.



Kwan Mi Nevins
Date: July 1, 2002