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SECRETARY OF STATE
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To:

Division of Corporations
Fax Number : (850) 205-0381

From:

Account Name : EMPIRE CORPORATE KIT COMPANY
Account Number : 072450003255
Phone : (305) 634-3694
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FLORIDA PROFIT CORPORATION OR P.A.

h & b holdings of the palm beaches, inc.

Certificate of Status	0
Certified Copy	1
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ARTICLES OF INCORPORATION

of

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H & B HOLDINGS OF THE PALM BEACHES, INC. SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE I - CORPORATE NAME

The name of the corporation shall be:

H & B HOLDINGS OF THE PALM BEACHES, INC.

ARTICLE II - DURATION

This corporation shall exist perpetually unless dissolved according to Florida law.

ARTICLE III - PURPOSE

The corporation is organized for the purpose of engaging in any activities or business as permitted under the laws of the United States and the State of Florida.

ARTICLE IV - CAPITAL STOCK

The corporation is authorized to issue One Thousand shares (1000) of One Dollar (\$1.00) par value Common Stock, which shall be designated "Common Shares".

ARTICLE V - INITIAL REGISTERED OFFICE AND AGENT

The street address of the Initial Registered Agent office and the name of the Initial Registered Agent at that office is:

Michael Breen
201 Benoist Farms Rd., #3
West Palm Beach FL 33411

The principal office, if known, or the mailing address of the corporation is:

H & B HOLDINGS OF THE PALM BEACHES, INC.
PO Box 22491
West Palm Beach FL 33416

K C POLO & ASSOCIATES, P.A.
2240 PALM BEACH LAKES BLVD., STE 330
WEST PALM BEACH, FL 33409

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ARTICLE VI - INITIAL BOARD OF DIRECTORS

This corporation shall have two (2) director initially. The number of directors may be either increased or diminished from time to time by the By-Laws, but shall never be less than two (2). The names and addresses of the initial director(s) of the corporation are as follows:

Michael Breen
11853 Donlin Dr.
West Palm Beach FL 33414

Michael Hitt
5336 Jog Rd.
Delray Beach, FL 33484

ARTICLE VII - INCORPORATORS

The names and addresses of the incorporators signing these Articles of Incorporation are as follows:

Michael Breen
11853 Donlin Dr.
West Palm Beach FL 33414

Michael Hitt
5336 Jog Rd.
Delray Beach, FL 33484

IN WITNESS WHEREOF, the undersigned subscriber(s) have executed these Articles of Incorporation this 16th day of August 2002

Michael Hitt (Seal)
Michael Breen (Seal)

K C POLO & ASSOCIATES, P.A.
2240 PALM BEACH LAKES BLVD., STE 330
WEST PALM BEACH, FL 33409

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Pursuant to Florida Statutes Sections 48.091 and 607.0501, 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 201 Benoist Farms Rd., #3
West Palm Beach, FL 33411

has named Michael Breen

located at the aforesaid address, as its Registered Agent to accept service of process within this state.

ACKNOWLEDGEMENT

Having been named as Registered Agent to accept service of process for the above stated corporation at the place designated in this certificate, and being familiar with the obligations of that position, I hereby accept to act in this capacity, and agree to comply with the provisions of Florida Law in keeping open said office.

Michael Bean
(registered agent)

K C POLO & ASSOCIATES, P.A.
2240 PALM BEACH LAKES BLVD., STE 330
WEST PALM BEACH, FL 33409

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