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. (Requestor's Name)
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PICK-UP WAIT MAIL
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SECRETARY OF STATE
TALL ARASSEE, FLORID.

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## TRANSMITTAL LETTER

December 18, 2002

Department of State
Division of Corporations
409 E. Gaines Street
Tallahassee, Fl 32399

Subject: Proposed Corporate Name / SILK SILK of Florida, Inc.

Enclosed are an original and one (1) copy of the Articles of Incorporation and a check in the amount of \$78.75 which includes the \$70.00 Filing Fee and \$8.75 Certificate of Status Fee.

Thank you in advance for your assistance. Please address all correspondence to:

Ms. Gail M. Scheel SILK SILK SILK 975 S. Congress Avenue, Suite 102 Delray Beach, Fl 33445 Telephone: 561-265-3600

Sincerely,

Gail M. Scheel

Director of Operations

SILK SILK SILK

Enc.

FILED

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SECRETARY OF STATE TALLAHASSEE, FLORIDA

## ARTICLES OF INCORPORATION OF SILK SILK SILK OF FIORIDA, INC.

FIRST: The name of the corporation is SILK SILK SILK of Florida, Inc. (the "Corporation").

SECOND: The Principal place of business/mailing address is:

975 S. Congress Avenue, Suite 102 Delray Beach, Fl 33445

THIRD: The purpose for which the corporation is organized is for transacting any and all lawful business.

FOURTH: The Corporation is authorized to issue twenty-five million (25,000,000) shares of Common Stock, \$.001 par value, which shall be designated "Common Shares" and five million (5,000,000) shares of Preferred Stock, \$.001 par value, which shall be designated "Preferred Shares". The Preferred Shares shall be designated and issued in such series and upon such terms and conditions as the Board of Directors may from time to time see fit. Such terms and conditions shall include, but not be limited to, the entitlement of the holders of the Preferred Shares to (a) cumulative, non-cumulative or partially cumulative dividends, (b) the preference over any other class or classes of shares as to the payment of dividends, (c) the preference over any other class or classes of shares upon the voluntary or involuntary liquidation of the corporation, (d) the convertibility, if any, into shares of any other class or into shares of any series of the same or any other class, and (e) voting rights, if any.

<u>FIFTI</u>: The number of directors constituting the initial Board of Directors of the corporation is one and the Name, Title and Address of the Person who is to serve as the initial director is:

Joseph R. Bergmann, Chairman SILK SILK SILK 975 S. Congress Avenue, Suite 102 Delray Beach, Fl 33445

SIXTII: The name and Florida street address of the registered agent is:

Gail M. Scheel SILK SILK SILK 975 S. Congress Avenue, Suite 102 Delray Beach, Fl 33445 SEVENTII: The name and address of the incorporator is:

Gail M. Scheel SILK SILK SILK 975 S. Congress Avenue, Suite 102 Delray Beach, Fl 33445

<u>EIGITH:</u> The Corporation elects not to be governed by Section 607.0901 of the Florida Business Corporation Act.

Dated

Signature of Incorporator

## Acceptance of Registered Agent

The undersigned registered agent for SILK SILK SILK of Florida, Inc. hereby accepts such appointment and is familiar with, and accepts the obligations of that position.

Gail M. Scheel

2 DEC 20 AM 8: 5 SECRETARY OF STA