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SECRETARY OF STATE

Bauer & Fiedler...

ATTORNEYS AT LAW

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E MAIL: delandattomeys@aol.com

February 11, 2003

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

RE: The Butterfly Garden, Inc.

Dear Sirs:

Enclosed is an original and one (1) copy of the Articles of Incorporation for the above incorporation and a check for \$70.00.

Please file these Articles of Incorporation and provide us with the date incorporation was approved.

Very sincerely yours, BAUER & FIEDLER, P.A.

Timothy R. Riedler

TRF:mh Enclosure

ARTICLES OF INCORPORATION

<u>OF</u>

THE BUTTERFLY GARDEN, INC.

The undersigned incorporator(s), for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopt(s) the following Articles of Incorporation:

Article |

The name of the corporation shall be: THE BUTTERFLY GARDEN, INC.

Article II

The principal place of business shall be: 642 Rugby Street, Orlando, Florida 32804 and the mailing address of this corporation is 642 Rugby Street, Orlando, Florida 32804.

Article III

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 IV

The number of shares of stock that this corporation is authorized to have outstanding at any one time is: 300 shares.

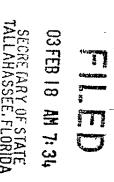
Article V

The name and address of the initial registered agent is:

TIMOTHY R. FIEDLER, ESQUIRE 223 S. Woodland Boulevard DeLand, Florida 32720

Article VI

This corporation is to exist perpetually.



Article VII

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

Desiree Castellano 642 Rugby Street Orlando, Florida 32804

The undersigned incorporator has executed these Articles of Incorporation this day of February, 2003.

DESIREE CASTELLANO

CERTIFICATE OF DESIGNATION OF REGISTERED AGENT/REGISTERED OFFICE

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:

THE BUTTERFLY GARDEN, INC.

2. The name and address of the registered agent and office is:

TIMOTHY R. FIEDLER, ESQUIRE 223 S. Woodland Boulevard DeLand, Florida 32720

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.

(SIGNATURE)

(DATE)

DIVISION OF CORPORATIONS P. O. BOX 6327, TALLAHASSEE, FL 32314

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