

Florida Department of State

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FLORIDA PROFIT CORPORATION OR P.A.

SCRAPADOODLE, INC.

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I of 2

M 03000063150 ARTICLES OF INCORPORATION

OF

SCRAPADOODLE, INC.

I, the undersigned incorporator of this corporation under Florida Statute 607, as amended, do hereby associate myself to form a corporation and adopt the following Articles of Incorporation.

ARTICLE I

NAME OF CORPORATION

The name of this corporation is:

SCRAPADOODLE, INC.

The principal office is located at 24844 SW 177 Avenue, Homestead, Florida, 33031.

ARTICLE II

PURPOSE AND NATURE OF BUSINESS

The purpose of this corporation and general nature of the business to be conducted are as follows:

To engage in any business activity or endeavor which is lawful under the laws of the State of Florida, and the United States of America.

ARTICLE III

DURATION OF CORPORATION

This corporation is to have perpetual existence commencing on THIS INSTRUMENT PREFARED BY:
JOHN P. MAAS, ESQUIRE
44 NE 16 Street
Homestead, Florida 33030
FLORIDA BAR NOT 435910

OF THE STATE OF TH

the date of execution and acknowledgment of these Articles of Incorporation.

ARTICLE IV

CAPITAL STOCK

The maximum number of shares of stock which this corporation is authorized to have outstanding at any one time is one hundred (100) shares of Common Stock, each share having no par value.

ARTICLE V

INITIAL CAPITAL CONTRIBUTION

The amount of capital with which this corporation shall begin business shall not be less than Five Hundred (\$500.00) Dollars.

ARTICLE VI

Subscribers

The names and addresses of the subscribers of these Articles of Incorporation and the number of shares they have elected to take are as follows:

SUBSCRIBER	ADDRESS	Number of Shares
JANETTE G. LEDFORD	28225 SW 207 Avenue Homestead, Florida 3303	à 50
JILLIAN REID	22800 SW 207 Avenue Miami, Florida 33170	50

ARTICLE VII

DIRECTORS

The initial number of Directors of this corporation shall be two (2). The number of Directors may either be increased or decreased from time to time by a vote of the stockholders in conformity with the By-Laws of the Corporation but shall never be less than one (1).

ARTICLE VIII

INITIAL BOARD OF DIRECTORS

The names and addresses of the members of the initial Board of Directors who, subject to the provisions of the Certificate of Incorporation, the By-Laws and the corporation Laws of the State of Florida, shall hold office for the first year of the corporation's existence, or until his or her successors are elected and qualified, are:

NAME

ADDRESS

JANETTE G. LEDFORD

28225 SW 207 Avenue Homestead, Florida 33030

JILLIAN REID

22800 SW 207 Avenue Miami, Florida 33170

ARTICLE IX

VOTING RIGHTS

Except as otherwise provided by law, the entire voting power for the election of Directors and for all other purpose shall be

vested exclusively in the holders of the outstanding common shares.

ARTICLE X

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 or she already holds, shall have the right to purchase his or her pro rata share thereof (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

ARTICLE XI

INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this corporation is JANETTE G. LEDFORD and the name of the initial Registered Agent of this corporation at that address is 24844 SW 177 Avenue, Homestead, Florida, 33031.

ARTICLE KII

INDEMNIFICATION

The comporation shall indemnify any officer or director, or any former Officer or director, to the full extent permitted by law.

DATED this 35 day of February, 2003.

NETE G. LEDFO

STATE OF FLORIDA

COUNTY OF MIAMI-DADE)

BEFORE ME, the undersigned authority, personally appeared JANETTE G. LEDFORD, to me well known to be the person described in and who acknowledged before me, according to law, that she made and subscribed the same for the purpose therein mentioned and set forth.

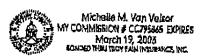
IN WITNESS WHEREOF, I have hereunto set my hand and official seal at Miami-Dade County, State of Florida, this day of February, 2003.

My Commission Expires:

NOTARY PUBLIC

Print Name:

Michelle Van Velsor



腿 03000083150

CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE PURPOSE OF PROCESS WITHIN FLORIDA, NAMING AGENT UPON WHOM PROCESS MAY BE SERVED.

IN COMPLIANCE WITH SECTION 48.091, FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED:

FIRST, THAT SCRAPADOODLE, INC. IS DESIRING TO ORGANIZE OR CUALIFY UNDER THE LAWS OF THE STATE OF FLORIDA, WITH ITS PRINCIPAL PLACE OF BUSINESS AT Homestead, STATE OF FLORIDA. HAS NAMED JANETTE G. LEDFORD AT 24844 SW 177 Avenue, Homestead, Florida, STATE OF FLORIDA, AS ITS AGENT TO ACCEPT SERVICE OF PROCESS WITHIN FLORIDA.

Signature Authority of LEDWORD STATE OF STATE OF

Having been named to accept services of process for the above stated corporation, at the place designated in this certificate. I hereby agree to act in this capacity, and I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties.

Signature,

Date

2002/CORP/SCRAPADOODLE ARTICLES OF INCORPORATION

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