

16/2003 11:28 AM FROM: FlaIncInc 3054023141 Florida Incorporators, Inc. TO: PAGE: 001 OF 004
Division of Corporations Page 1 of 1

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Florida Department of State
Division of Corporations
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To:

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

From:

Account Name : FLORIDA INCORPORATORS, INC.
Account Number : 075350000473
Phone : (305) 379-7907
Fax Number : (305) 402-3141

FLORIDA PROFIT CORPORATION OR P.A.

DS&M Exotics, Inc.

Certificate of Status	0
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Articles Of Incorporation

Of

DS&M EXOTICS, INC.

THE UNDERSIGNED, ACTING AS INCORPORATOR OF A CORPORATION UNDER THE FLORIDA BUSINESS CORPORATION ACT, ADOPTS THE FOLLOWING ARTICLES OF INCORPORATION:

FIRST: The name of the corporation is DS&M EXOTICS, INC.

SECOND: The period of its duration is perpetual.

THIRD: The date and time of the commencement of the corporate existence shall be the date of the filing of these Articles by the Department of State.

FOURTH: The purpose or purposes for which the corporation is organized is to engage in the transaction of any or all lawful business for which the corporation may be incorporated under the provisions of the Florida Business Corporation Act.

FLORIDA INCORPORATORS, INC.
8875 Hidden River Parkway, Suite 300
Tampa, FL 33637-2087
(813) 632-7882

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FIFTH: The aggregate number of shares which the corporation shall have authority to issue is ONE HUNDRED THOUSAND (100,000) SHARES of capital stock, \$.001 par value each.

SIXTH: The number of directors constituting the initial Board of Directors of the corporation is TWO (2) and the names and addresses of the persons who are to serve as directors until the first annual meeting of shareholders or until their successors are elected and qualified are:

AYMA McKENZIE
16785 NE 18th AVE
North Miami Beach, FL 33169

DENVER McKENZIE
20127 NW 28th Ct.
Miami, FL 33056

SEVENTH: The name and address of the incorporator is:

Mark Hankins
8875 Hidden River Parkway, Suite 300
Tampa, FL 33637-2087

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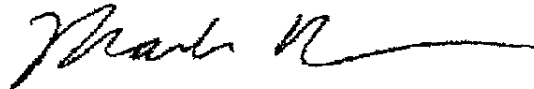
EIGHTH: The name and address of the initial registered agent and the initial registered office is:

Florida Incorporators, Inc.
8875 Hidden River Parkway, Suite 300
Tampa, FL 33637-2087

NINTH: The mailing address and principal office of the corporation is:

DS&M EXOTICS, INC.
20127 NW 28th Ct.
Miami, FL 33056

DATED: April 16, 2003

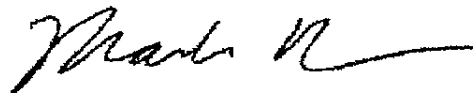


MARK HANKINS
Incorporator

ACCEPTANCE OF REGISTERED AGENT

I hereby am familiar with and accept the duties and responsibilities as registered agent of the corporation.

FLORIDA INCORPORATORS, INC.


By: MARK HANKINS, President

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