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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 PROFTT CORPORATION OR P.A.

LITTLE PAINT DESIGN & DEVELOPMENT CORP

Certificate of Status	0
Certified Copy	1
Page Count	04
Estimated Charge	\$78.75

FILED
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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TALLAHASSEE, FLORIDA

**ARTICLES OF INCORPORATION
OF
Little Paint Design & Development Corp.**

THE UNDERSIGNED, each a natural person competent to contract for the purpose of forming a corporation under the laws of the State of Florida, hereby adopt(s) the following Articles of Incorporation for such corporation.

ARTICLE I - CORPORATE NAME

The name of this Corporation shall be:

Little Paint Design & Development Corp.

ARTICLE II - NATURE OF BUSINESS

This Corporation may engage in any activity or business permitted under the laws of the United States and the State of Florida. The Corporation may engage in every phase and aspect providing entertainment.

ARTICLE III - AUTHORIZED CAPITAL STOCK

The amount of capital stock with which this Corporation is authorized to have outstanding at any time is one hundred (100) shares of Common Stock having a par value of One Hundred Dollars (\$100.00) per share.

ARTICLE IV - INITIAL CAPITAL

The amount of capital with which this Corporation will begin business shall not be less than one hundred (\$100.00) dollars.

ARTICLE V - TERM OF EXISTENCE

This Corporation shall have perpetual existence.

ARTICLE VI - INITIAL ADDRESS

The initial street address in this State of principal office of the Corporation shall be:

2 NE 40th Street #202
Miami, FL 33137

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ARTICLE VII - DIRECTORS

1. The number of Directors of this Corporation shall be no less than (1).
2. The names and street addresses of each member of the first Board of Directors are as follows:

Franklin Pimentel:	President	2 NE 40 th Street #202, Miami, FL 33137
Mysora Garcia:	Secretary	2 NE 40 th Street #202, Miami, FL 33137

ARTICLE VIII - SUBSCRIBERS

The names and street addresses of each person signing these Articles of Incorporation as a subscriber are as follows:

Mysora Garcia:	Secretary	2 NE 40 th Street #202, Miami, FL 33137
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ARTICLE IX - REGISTERED AGENT

The street address of the initial Registered Office of this Corporation shall be:
2 NE 40th Street #202, Miami, FL 33137

IN WITNESS WHEREOF, the undersigned subscribing incorporator does hereby make, subscribe, acknowledge and certify that the foregoing Articles of Incorporation are true and correct and have hereunto set our hands and seals this 16th day of June, 2003.


Mysora Garcia

The Undersigned whose street address is 11402 NW 41st street, Suite 202, Miami, Florida 33178 accepts the designation as Registered Agent as is contained in the above articles.


Michelle G. Torres, Esq.

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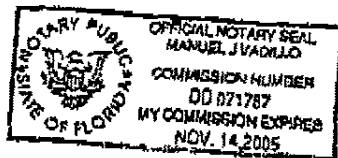
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State of Florida
County of Dade

BEFORE ME, this day personally appeared Mysora Garcia & Michelle G. Torres, Esq. known to me to be the person described in and who executed the foregoing Articles of Incorporation and acknowledged before me that he executed same freely and voluntarily for the purposes therein stated. They produced a Florida Driver's License as identification.

WITNESS my hand and official seal at Miami Dade County, Florida this 16th day of June 2003.

Manuel J. Vadillo



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