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SECRETARY OF STATE

of nh

PAUL THILEM & CO 11844 NW 11TH COURT CORAL SPRINGS, FL 33071 TEL. (954) 255-5435 FAX (954) 255-0299

Name of Person to contact:

Paul Thilem

Address & Phone Number:

as above

Amount of Money Sent:

\$122.50

ARTICLES OF INCORPORATION

WE, THE UNDERSIGNED, HEREBY ASSOCIATE OUR SELVES TOGETHER FOR THE PURPOSE OF BECOMING A CORPORATION UNDER THE LAWS OF THE STATE OF FLORIDA PROVIDING FOR THE FORMATION, LIABILITY, RIGHTS, PRIVILEGES AND IMMUNITIES OF CORPORATIONS FOR PROFIT.

ARTICLE I, NAME

THE NAME OF THIS CORPORATION SHALL BE: MARLON BAILEY, INC.

ARTICLE II, NATURE OF BUSINESS

THIS CORPORATION MAY ENGAGE IN ANY ACTIVITY OR BUSINESS PERMITTED UNDER THE LAWS OF THE UNITED STATES AND OF THE STATE OF FLORIDA.

ARTICLE III, CAPITAL STOCK

THE MAXIMUM NUMBER OF SHARES OF STOCK THAT THIS CORPORATION IS AUTHORIZED TO HAVE OUTSTANDING AT ANY TIME IS FIVE HUNDRED (500) SHARES OF COMMON STOCK, OF ONE DOLLAR (\$1.00) PAR VALUE.

ARTICLE IV, INITIAL CAPITAL

THE AMOUNT OF CAPITAL WITH WHICH THIS CORPORATION WILL BEGIN BUSINESS WILL NOT BE LESS THAN ONE HUNDRED DOLLARS (\$100.00).

ARTICLES V. TERM OF EXISTENCE

THE CORPORATION IS TO HAVE PERPETUAL EXISTENCE.

ARTICLE VI, ADDRESS

THE INITIAL STREET ADDRESS IN THE STATE OF THE PRINCIPAL OFFICE OF THE COPORATION SHALL BE:

7295 NW 53RD ST LAUDERHILL, FL 33319

THE BOARD OF DIRECTORS MAY FROM TIME TO TIME MOVE THE PRINCIPAL OFFICE TO ANY OTHER ADDRESS IN FLORIDA.

ARTICLE VII. INITIAL BOARD OF DIRECTORS

THIS CORPORATION SHALL HAVE ONE DIRECTOR INITALLY.
THE NUMBER OF DIRECTORS MAY BE EITHER INCREASED OR DIMINISHED BY THE BYLAWS ADOPTED BY THE SHAREHOLDERS BUT SHALL NEVER BE LESS THAN ONE. THE
NAME AND ADDRESS OF THE INITIAL DIRECTORS OF THIS CORPORATION:

MARLON BAILEY 7295 NW 53RD ST LAUDERHILL, 33319

ARTICLE VIII. INCORPORATOR

THE NAME AND ADDRESS OF THE INCOPORORATOR:

MARLON BAILEY
7295 NW 53RD ST

LAUDERHILL, FL 33319

ARTICLE IX, BY-LAWS

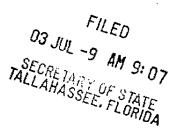
THE POWER TO ADOPT, ALTER, AMEND OR REPEAL BY-LAWS SHALL BE VESTED IN THE BOARD OF DIRECTORS AND SHAREHOLDERS.

ARTICLE X. AMENDMENT

THIS CORPORATION RESERVES THE RIGHT TO AMEND OR REPEAL ANY PROVISIONS CONTAINED IN THESE ARTICLES OF INCORPORATION, OR ANY AMENDMENT TO THEM, AND ANY RIGHT CONFERRED UPON THE SHAREHOLDER IN SUBJECT TO THIS RESERVATION.

ARTICLE XI. S CORPORATION

THIS CORPORATION MAY BE AN S CORPORATION AS DEFINED BY THE INTERNAL REVENUE CODE.



ARTICLE XII. REGISTERED AGENT AND REGISTERED OFFICE

THE REGISTERED AGENT, PAUL THILEM, LOCATED AT 11844 NW 11TH COURT, CORAL SPRINGS, FLORIDA 33071, ACCEPTS THIS POSITION AS SIGNED BELOW:

PAUL THILEM

THE REGISTERED OFFICE WILL BE LOCATED AT 11844 NW 11TH COURT, CORAL SPRINGS, FLORIDA 33071

Marlon far PRESIDE

IN WITNESS WHEREOF, THE UNDERSIGNED, AS SUBSCRIBING INCORPORATORS, HAVE

HERE INTO SET OUR HANDS AND SEALS
THIS 6 DAY OF LILY 2003 FOR THE PURPOSE OF FORMING THIS CORPORATION UNDER THE LAWS OF THE STATE OF FLORIDA, AND HEREBY MAKE AND FILE, IN THE OFFICE OF THE SECRETARY OF THE STATE OF FLORIDA, THESE ARTICLES OF INCORPORATION, AND CERTIFY THAT THE FACTS ARE TRUE.

> Elise I. Gropper Commission # Divings Expires April 13, 2006 Bonded Time Atlantic Bonding Co., Inc.