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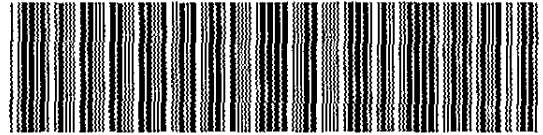
(Business Entity Name)

(Document Number)

Certified Copies _____ Certificates of Status _____

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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**RAMON TOURGEMAN
ATTORNEY AND COUNSELOR AT LAW
P.O. BOX 800-111
AVENTURA, FLORIDA 33280**

Telephone Number (305) 792-0888
Fax Number (305) 792-0676

September 9, 2003

Florida Division of Corporations
Dept. of State
Overnight Mail
409 E. Gaines Street
Tallahassee, Florida 32301

Re: Filing of enclosed Articles of Incorporation for Y. Reines Designs, Inc.

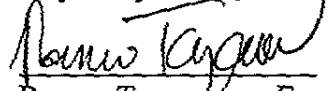
Dear Filings Section,

Enclosed please find the original and one copy of the Articles of Incorporation for Y. Reines Designs, Inc., a check for payment of the filing fee in the amount of seventy-eight (\$78.75) dollars and seventy-five cents, and a self addressed return envelope.

Please return to me the enclosed copy of the Articles together with the certificate of filing.

Thank you.

Very Truly Yours,


Ramon Tourgeman, Esq.

**ARTICLES OF INCORPORATION
OF
Y. Reines Designs, Inc.**

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned hereby associate together for forming a corporation under the Laws of the State of Florida and pursuant to the provisions of the Statutes of Florida providing for the formation, liability, rights, privileges, and immunities of corporations for profit.

ARTICLE ONE

This corporation is organized and incorporated pursuant to Chapter 607 of the Florida Statutes.

ARTICLE TWO

The name of this corporation is Y. Reines Designs, Inc.

ARTICLE THREE

The principal office, business, and mailing address of the corporation shall be 19333 Collins Avenue, Suite 1510, Sunny Isles, and Florida 33160.

ARTICLE FOUR

This corporation shall commence its existence upon the filing of these Articles of Incorporation with the Secretary of State for the State of Florida, and the duration of its existence is perpetual.

ARTICLE FIVE

This corporation is organized to conduct any business for profit permitted to be conducted in the State of Florida.

ARTICLE SIX

The total number of shares of stock that the corporation shall have the authority to issue is one thousand (1000) shares with no par value.

The corporation is not authorized to issue any shares of stock other than common voting stock.

The shares of stock may be purchased with property, labor, services, stock in another corporation, or U.S. currency, provided that it is purchased at a just valuation as fixed by a minimum of two thirds of the Directors at an appropriately held meeting.

All Stock is to be issued as fully paid and exempt from all assessments.

ARTICLE SEVEN

The name and Street address of the registered Agent for this corporation is: Ramon Tourgeman, 2091 NE 206 Street, Miami, Florida 33179.

ARTICLE EIGHT

The names and address(es) of the person(s) who is/are forming this corporation are:

NAME AND ADDRESS OF SHAREHOLDER

1. Yael Reines
19333 Collins Avenue
Suite 1510
Sunny Isles, Florida 33160

ARTICLE NINE

The power to adopt, repeal, alter, or amend these Articles and the by-laws, shall be held by the shareholders and Directors pursuant to the voting procedures and requirements set forth in these Articles or Bylaws of the corporation.

ARTICLE TEN

All Notices of Meetings of shareholders or Directors shall be prepared and delivered in strict compliance with the pertinent provisions set forth in Sections 607.0705 and 607.0141 of the Florida Statutes, and all Notices of Meetings shall include a description of the purpose or purposes for which the meeting is called.

ARTICLE ELEVEN

The corporation shall indemnify and hold harmless any officer or director to the full extent permitted by law.

ARTICLE TWELVE

The corporation shall elect to be taxed as an S corporation under the Internal Revenue Code.

The corporation shall only authorize and issue one class of stock.

No stockholder shall do any act (including the sale or transfer of such stockholder's stock) that shall contravene or revoke the corporation's election to be taxed as an S corporation.

ARTICLE THIRTEEN

This corporation reserves the right to amend or repeal these Articles.

IN WITNESS WHEREOF, the undersigned subscriber executed these Articles of

Incorporation this 9 day of September 2003.

Yael Reines
Yael Reines

STATE OF FLORIDA)
COUNTY OF MIAMI-DADE)

I HEREBY CERTIFY that on this day before me, a Notary Public Officer duly authorized to take oaths and acknowledgments in the aforesaid County and State, personally appeared Yael Reines who is known to me personally known to me pr provided to me her Florida Driver's License, no. _____ as identification, and she acknowledged before me that she executed the foregoing Articles of Incorporation in my presence for the purposes provided therein.



Ramon Tourgeman
Commission # CC 963557
Expires Sep. 3, 2004
Bound Through
Atlantic Bonding Co., Inc.

Ramon Tourgeman
Notary Public

ACCEPTANCE OF DESIGNATION AS RESIDENT AGENT

I, Ramon Tourgeman, named Resident Agent to accept service of process for the previously mentioned corporation at the location designated in the foregoing Articles of Incorporation, hereby accept this position and designation, and I agree to comply with all pertinent statutory provisions relating to the proper and complete performance of my duties as Registered Agent.

Ramon Tourgeman
Ramon Tourgeman
2091 NE 206 Street
Miami, Florida 33179

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TALLAHASSEE, FLORIDA