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Florida Department of State
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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 PROFIT CORPORATION OR P.A.

pembroke tattoo, inc.

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ARTICLES OF INCORPORATION
OF
PEMBROKE TATTOO, INC.

FILED

03 SEP 25 AM 10:17

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned does hereby execute, acknowledge and file the following Articles of Incorporation for the purpose of creating a corporation under the laws of the State of Florida.

ARTICLE I

The name of the corporation shall be PEMBROKE TATTOO, INC.

ARTICLE II

The principal place of business and mailing address of this corporation shall be 201 WEST FLAGLER STREET, MIAMI, FLORIDA 33130.

ARTICLE III

This corporation's existence shall be effective on the date of subscription of these Articles, and the corporation shall have perpetual existence.

ARTICLE IV

The general purpose for which this corporation is organized is to transact any or all lawful business permitted under the laws of the State of Florida.

ARTICLE V

The aggregate number of shares which the corporation shall have authority to issue shall be as follows:

Number of Shares Authorized	Par Value	Class of Stock
100	\$1.00	Common

All of said stock shall be payable in cash, property, real or personal, or labor or services in lieu of cash, at a just valuation to be fixed by the Board of Directors of this corporation.

ARTICLE VI

The street address of the initial registered office of this corporation and its initial registered agent are as follows:

Name	Address
Harold B. Klite Truppman	201 West Flagler Street, Miami Florida, 33130

ARTICLE VII

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ARTICLE VIII

Michael Benjamin 52 Carroll Street, Brooklyn, NY 11231

The private property of the shareholders shall not be subject to the payment of the corporate debts to any extent whatever. The corporation shall have a first lien on the shares of its shareholders and upon the dividends due them for any indebtedness of such shareholders to the corporation.

This corporation, by duly adopted action of the Board of Directors, may indemnify and insure its officers and directors to the extent permitted by law either now existing or hereafter enacted.

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**CERTIFICATE OF DESIGNATION
REGISTERED AGENT/REGISTERED OFFICE**

03 SEP 25 AM 10: 17

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Pursuant to the provisions of Section 407.0501, Florida Statutes, the undersigned corporation, organized under the laws of the State of Florida, submits the following statement in designating the registered office/registered agent, in the State of Florida:


2. The name of the corporation is: PEMBROKE TATTOO, INC.
2. The name and address of the registered agent and office is:

Harold B. Klito Truppan 201 West Flagler Street, Miami
Florida, 33130

MB

Michael Benjamin, President
9/22/03

HAVING BEEN NAMED AS REGISTERED AGENT AND TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY ACCEPT THE APPOINTMENT AS REGISTERED AGENT AND AGREE TO ACT IN THIS CAPACITY. I FURTHER AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATING TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES, AND I AM FAMILIAR WITH AND ACCEPT THE OBLIGATIONS OF MY POSITION AS REGISTERED AGENT.



Harold B. Kite Truppmen

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