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SECRETARY OF STATE
TALLAHASSEE, FL 32399-0001

03 OCT 10 PM 1:57

FILED

LAW OFFICES
HAROLD J. TURK
1428 Brickell Avenue
Suite 206
Miami, Florida 33131

Tel. (305) 442-7000
Fax. (305) 448-9927

haroldturk@hotmail.com

October 2, 2003

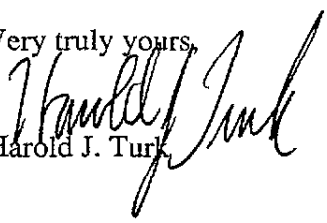
Secretary of State of Florida
Division of Corporations
401 East Gaines Street
Tallahassee, Florida 33314

Re: Turkington Investments Corp.

Dear Sir or Madame:

Enclosed please find the Articles of Incorporation of Turkington Investments Corp. Please file same and return a certified copy to the undersigned in the enclosed stamped self-addressed envelope. A check in the amount of \$78.75 is enclosed for the filing fee..

Very truly yours,


Harold J. Turk

**ARTICLES OF INCORPORATION
OF
TURKINGTON INVESTMENTS CORP.**

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SECRETARY OF STATE
TALLAHASSEE FLORIDA

We, the undersigned, being of legal age and natural persons, do hereby subscribe to, 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 this corporation and its initial principal office shall be:

TURKINGTON INVESTMENTS CORP.
c/o Scott Turk
781 NE 73rd Street
Miami, Florida 33138

ARTICLE II

This corporation may engage in any activity or business permitted under the laws of the State of Florida.

ARTICLE III

The capital stock authorized, the par value thereof, and the characteristics of such stock shall be as follows:

Number of Shares <u>Authorized</u>	Par Value <u>Per Share</u>	Class of <u>Stock</u>
1,000	\$1.00	common

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

ARTICLE IV

This corporation shall commence its existence immediately upon the filing of these Articles of Incorporation and shall exist perpetually thereafter unless sooner dissolved according to law.

ARTICLE V

The initial registered office of this corporation shall be at 781 NE 73rd Street, Miami, Florida 33138 with the privilege of having its offices and branch offices at other places within or without of the State of Florida. The initial registered agent shall be Harold J. Turk, with offices located at 1428 Brickell Avenue, Suite 206, Miami, Florida 33131.

ARTICLE VI

This corporation shall have at least one director, with the exact number to be specified by the stockholders from time to time unless the stockholders shall, by a majority vote thereafter, determine that the corporation be managed by the stockholders.

ARTICLE VII

The names and addresses of the first Directors of the corporation, who shall hold office for the first year, or until their successors are duly elected and qualified shall be:

<u>Name</u>	<u>Address</u>
Scott M. Turk	781 NE 73rd Street Miami, Florida 33138

ARTICLE VIII

The names and addresses of the Subscribers:

Name and Address

Scott M. Turk
781 NE 73rd Street
Miami, Florida 33138

ARTICLE IX

No contract or other transaction between this corporation and any other corporation, and no act of this corporation, shall in any way be affected or invalidated by the fact that any of the directors of this corporation are pecuniarily or otherwise interested in, or are director or officers of, such other corporation. Any director may be a member, may be a party to, or may be pecuniarily or otherwise interested in any contract or transaction of this corporation, provided that the fact that he or such firm is so interested and shall be disclosed or shall have been known to the Board of Directors or a majority thereof, and any director of this other corporation, or who is so interested may be counted in determining the existence of a quorum

contract or transaction with like force and effect as if he were not such a director or officer of such other corporation, or not so interested.

ARTICLE X

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

ARTICLE XI

This corporation shall indemnify and insure its officers and directors to the fullest extent permitted by law either now or hereafter.

ARTICLE XII

The name and street address of the incorporator to these Articles of Incorporation:

Harold J. Turk, Esquire
1428 Brickell Avenue, Suite 206
Miami, Florida 33131

IN WITNESS WHEREOF, the undersigned, has set his hand and seals on October 6th 2003.

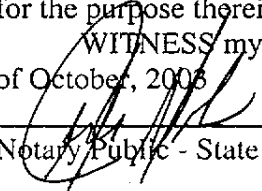


Incorporator

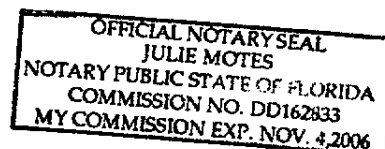
STATE OF FLORIDA }
COUNTY OF MIAMI-DADE }

Before me, the undersigned authority, personally appeared HAROLD J. TURK, to me known to be the person described in and who executed the foregoing Articles of Incorporation, who, after being duly sworn under oath, acknowledged before me that he executed the same for the purpose therein expressed.

WITNESS my hand and official seal in the State and County aforesaid this 6th day of October, 2003.



Notary Public - State of Florida at large



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**CERTIFICATE DESIGNATING PLACE OF BUSINESS
OR DOMICILE FOR THE SERVICE OF PROCESS
WITHIN FLORIDA, NAMING AGENT UPON
WHOM PROCESS MAY BE SERVED**

IN COMPLIANCE WITH THE FLORIDA STATUTES, THE FOLLOWING IS
SUBMITTED:

HAROLD J. TURK
1428 BRICKELL AVENUE
SUITE 206
MIAMI, FLORIDA 33131

HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE
STATED CORPORATION AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I
HEREBY AGREE TO ACT IN THIS CAPACITY, AND I FURTHER AGREE TO COMPLY
WITH THE PROVISIONS OF ALL STATUTES RELATIVE TO THE PROPERTY AND
COMPLETE PERFORMANCE OF MY DUTIES.



REGISTERED AGENT

Printed Name: Harold J. Turk

OCTOBER 6th 2003
DATE