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Florida Department of State
Division of Corporations
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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
Fax Number : (305) 633-9696

FLORIDA PROFIT CORPORATION OR P.A.

lucy lu investments, inc.

Certificate of Status	0
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TALLAHASSEE, FLORIDA

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ARTICLES OF INCORPORATION

OF

LUCY LU INVESTMENTS, INC.

THE UNDERSIGNED, acting as an incorporator of a corporation under the Florida General Corporation Act, adopts the following Articles of Incorporation for such corporation:

ARTICLE I

The name of the Corporation shall be:

LUCY LU INVESTMENTS, INC.

ARTICLE II

This corporation shall have perpetual existence, and its corporate existence shall commence at the time of the filing of the Articles of Incorporation by the Department of State.

ARTICLE III

The corporation shall engage in any activity or business permitted under the laws of the United States and the State of Florida.

ARTICLE IV

The aggregate number of shares which this corporation shall have authority to issue is ONE HUNDRED (100) SHARES with a par value of FIVE AND NO/100 (\$5.00) DOLLARS each share.

MARCO DE LA CAL, ESQUIRE
Florida Bar No. 314587
999 Ponce de Leon Boulevard
Suite 720
Coral Gables, FL 33134
Ph: (305) 444-3800

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ARTICLE V

The street address of this corporation's initial registered office is:

**656 Alhambra Circle
Coral Gables, Florida 33134**

and the name of its initial Registered Agent at such address is:

DORIS MYERS

ARTICLE VI

The number of directors constituting the initial Board of Directors shall be one (1) and the name and address of the person who is to serve as member thereof are as follows:

DORIS MYERS

**656 Alhambra Circle
Coral Gables, Florida 33134**

ARTICLE VII

The principal office and/or mailing address of the Corporation are as follows:

**656 Alhambra Circle
Coral Gables, Florida 33134**

ARTICLE VIII

The name and address of this corporation's incorporator are as follows:

DORIS MYERS

**656 Alhambra Circle
Coral Gables, Florida 33134**

ARTICLE IX

These Articles of Incorporation may be amended in the manner provided by law. Every amendment shall be approved by the Board of Directors, proposed by them to the stockholders and approved at a stockholder's meeting by a majority of the stockholders entitled to vote thereon.

IN WITNESS WHEREOF, the undersigned have made, subscribed and acknowledged these Articles of Incorporation this 20th day of January, 2004.

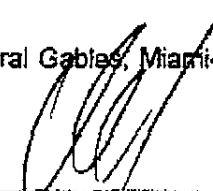


DORIS MYERS

STATE OF FLORIDA)
) S.S.
COUNTY OF MIAMI-DADE)

WE HEREBY CERTIFY that on this day personally appeared before me, the undersigned authority, **DORIS MYERS**, well known to be the person described in the foregoing Articles of Incorporation of **LUCY LU INVESTMENTS, INC.**, and executed the same freely and voluntarily for the purposes therein expressed.

WITNESS our hands and official seals in Coral Gables, Miami-Dade County, Florida, on this 20th day of January, 2004.



NOTARY PUBLIC
State of Florida at Large

My Commission Expires:



Marco de la Cal
MY COMMISSION # DD03927 EXPIRES
July 1, 2007
BONDED THRU TROY EARN INSURANCE, INC.

H04000014182

RESIDENT AGENT CERTIFICATE

In pursuance of Chapter 48.091, Florida Statutes, the following is submitted in compliance with said Act:

That **LUCY LU INVESTMENTS, INC.**, desiring to organize under the laws of the State of Florida, with its principal office as indicated in the Articles of Incorporation, in Miami, Miami-Dade County, Florida, has named **DORIS MYERS OF 656 Alhambra Circle, Coral Gables, Florida 33134**, as its agent to accept service of process within this state.


DORIS MYERS

ACKNOWLEDGEMENT

Having been named to accept service of process for the above stated corporation, at the place designated in this certificate, I hereby accept to act in this capacity, and agree to comply with the provisions of said Act relative to keeping open said office.


DORIS MYERS

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