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HERZFELD & RUBIN

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KENNETH D. BAXTER, ESQ.

e-mail: kdbaxt@aol.com

February 4, 2004

VIA FEDERAL EXPRESS

Secretary of State of Florida Division of Corporations 409 East Gaines Street Tallahassee, Florida 32399

RE: New Corporation; PANACHE CONCIERGE SERVICE, INC.

Gentlemen:

I enclose herewith two original fully executed articles of incorporation for **PANACHE CONCIERGE SERVICE**, **INC.** together with my firm's check in the amount of \$78.75.

Please file the Articles of Incorporation and return to me a stamped copy.

Should you have any questions or problems please do not hesitate to contact me.

Very truly yours,

Kenneth D. Baxter

KDB/mf

ARTICLES OF INCORPORATION OF PANACHE CONCIERGE SERVICE, INC.

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ARTICLE I

The name of the corporation is **PANACHE CONCIERGE SERVICE**, INC., having principal office located at: 5408 Garden Arbor Drive, Lutz, Florida 33558.

ARTICLE II

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

ARTICLE III

The corporation is authorized to issue and have outstanding at any one time an aggregate of One Thousand (1,000) shares of one class of common stock having a par value of One Dollar (\$1.00) per share. The consideration to be paid for each share shall be fixed by the Board of Directors.

ARTICLE IV

There shall be no preemptive rights accruing to the shareholders.

ARTICLE V

The corporation's initial Registered Agent and Registered Office in the State of Florida are:

REGISTERED AGENT:

JACLYN KELLY

REGISTERED OFFICE:

5408 Garden Arbor Drive

Lutz, FL 33558

Having been named initial Registered Agent to accept service of process for the corporation at the initial registered office designated herein, I hereby accept such status and consent to act in the capacity and agree to comply with all the requirements of law pertaining thereto.

ARTICLE VI

The number of Directors constituting the initial Board of Directors of the Corporation is two.

ARTICLE VII

The name and address of the members of the initial Board of Directors are:

Jaclyn Kelly 5408 Garden Arbor Drive Lutz, Florida 33558

Stevette Walton 5408 Garden Arbor Drive Lutz, Florida 33558

ARTICLE VIII

The name and address of the Incorporator of these Articles of Incorporation is Jaclyn Kelly, 5408 Garden Arbor Drive, Lutz, Florida 33558.

STATE OF FLORIDA: COUNTY OF H: 1 Spoid 4.9 K

BEFORE ME, the undersigned authority, personally appeared Jaclyn Kelly, who [] presented FL. DL as identification or who [] is personally known and who stated that he was the person described in and who executed the foregoing Articles of Incorporation and he acknowledged before me that he signed same for the purposes therein expressed.

WITNESS my hand and official seal this

2004, day of fcb

Notary Public

OLGA M. PEREZ

Notary Public, State of Florida

My comm. expires January 15, 2006

No. DD 084625