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Florida Department of State
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FLORIDA PROFIT CORPORATION OR P.A.

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ARTICLE VII

The number of directors constituting the initial board of directors is two (2). The name and address of the person or persons who are to serve as director(s) until the first annual meeting of the shareholders or until their successor(s) is/are elected and qualified are:

NAME	MAILING ADDRESS
George Kappes	11868 Sandlake Dr. Boca Raton, FL 33428
Janet Kappes	11868 Sandlake Dr. Boca Raton, FL 33428

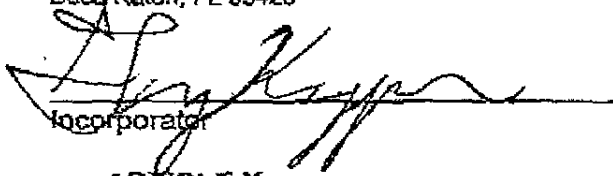
ARTICLE VIII

The Board of Directors is empowered to make, alter, or repeal the By-laws of the corporation without restriction of their powers conferred by statute.

ARTICLE IX

The name and address of each incorporator is:

NAME	MAILING ADDRESS
George Kappes	11868 Sandlake Dr. Boca Raton, FL 33428


Incorporator

ARTICLE X

The powers of the incorporator(s) cease upon the filing of the Articles of Incorporation.

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