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SECRETABY OF STATE
AND ANALYSE, FLORIDA

ON JUNE ON VED.

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SECRETARY OF STATE
TAIL AHASSEE, FLORIDA

FILINGS, INC. TERESA ROMAN

(Requestor's Name)

2805 LITTLE DEAL ROAD

(Address)

TALLAHASSEE, FLORIDA 32308

(City, State, Zip)

(Phone #)

CORPORATION NAME(S) & DOCUMENT NUMBER(S) (if known):

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d	Profit		Amendment							
	NonProfit		Resignation of R.A., Officer/L							
	Limited Liability		Change of Registered Agent							
	Domestication		Dissolution/Withdrawal	<u> </u>		-				
	Other		Merger	···			-			
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	OTHER FILINGS		REGISTRATION/ QUALIFICATION							
	Annual Report		Foreign							
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<u> </u>	Name Reservation		Reinstatement							
			Trademark							
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ARTICLES OF INCORPORATION

' FILED

OF

04 JUN 24 PM 12: 42

PROSPECT GROUP, INC.

SECRETARY OF STATE LALLAHASSEE, FLORIDA

ARTICLE I - Name

The name of this Corporation is PROSPECT GROUP, INC.

ARTICLE II - Duration

This corporation shall exist perpetually.

ARTICLE III - Purpose

This corporation is organized for the purpose of transacting any and all lawful business.

ARTICLE IV - Capital Stock

This corporation is authorized to issue One Thousand (1,000) shares of One Dollar par value (\$1.00) common stock which shares shall be designated "Common Shares".

ARTICLE V - Initial Registered Office and Agent

The street address of the initial office of this corporation is:

1528 So. Dixie Hwy., Pompano Beach, Fl. 33060 and the name of the initial registered agent of this corporation is: JOSEPH F. LABIDOU whose address is 1528 So. Dixie Hwy., Pompano Beach, Fl. 33060.

THIS DOCUMENT PREPARED BY:

DAVID R. FARBSTEIN, ESQ. 8010 N. Univ. Dr., 2nd Fl. Tamarac, Fl. 33321 Fla. Bar No. 198889 954-586-0441

ARTICLE VI - Initial Board of Directors

This corporation shall have three (3) Director initially. The number of Directors may be either increased or diminished from time to time by the ByLaws, but shall never be less than one. The name and address of the initial Director of this corporation is:

JOSEPH F. LABIDOU 1528 So. Dixie Hwy.

Pompano Beach, Fl. 33060

MARC LABIDOU 1528 So. Dixie Hwy.

Pompano Beach, Fl. 33060

CARLINE DOUZE 1528 So. Dixie Hwy.

Pompano Beach, Fl. 33060

ARTICLE VII - Incorporator

The name and address of the persons signing these Articles is:

JOSEPH F. LABIDOU

1528 So. Dixie Hwy. Pompano Beach, Fl. 33060

ARTICLE VIII - Amendments

This corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment thereto, and any right conferred upon the shareholders is subject to this reservation.

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation on the 23rd day of June, 2004.

JOSEPH F. LABIDOU

STATE OF FLORIDA COUNTY OF BROWARD

BEFORE ME, a Notary Public, authorized to take acknowledgments in the County and State set forth above, personally appeared, JOSEPH F. LABIDOU, known by me to be the person who executed the foregoing Articles of Incorporation. Further, said individual furnished the following type of identification to the undersigned, to-wit:

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal in the State and County aforesaid, this 23rd day of

June, 2004.

NOTARY PUBLIC

My Commission Expires:



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

PURSUANT TO Chapter 48.091, Florida Statutes, the following is submitted in compliance with said Act:

GROUP, INC. is qualified to do business FIRST: That PROSPECT under the laws of the State of Florida with its principal office at: 1528 So. Dixie Hwy., Pompano Beach, Fl. 33060 and has appointed JOSEPH F. LABIDOU of 1528 So. Dixie Hwy., Pompano Beach, Fl. 33060 as its agent to accept service of process within the State.

ACKNOWLEDGMENT:

Having been named to accept service of process for the above-stated corporation, a place designated in this certificate, I am familiar with, and hereby accept the duties and responsibilities as registered agent for said corporation and agree to comply with the provisions of said Act relative to keeping open said office.

Resident Agent