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FLORIDA PROFIT CORPORATION OR P.A.

butterfly, inc.

Certificate of Status	0
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Page Count	03
Estimated Charge	\$70.00



FLORIDA DEPARTMENT OF STATE
Glenda E. Hood
Secretary of State

August 3, 2004

EMPIRE CORPORATE KIT COMPANY

SUBJECT: BUTTERFLY, INC.
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Division of Corporations - P.O. BOX 6327 - Tallahassee, Florida 32314

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**ARTICLES OF INCORPORATION
OF
BUTTERFLY GIRL, INC.**

THE UNDERSIGNED Incorporator(s), for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopt(s) the following Articles of Incorporation.

ARTICLE I NAME

BUTTERFLY GIRL, INC.

ARTICLE II PRINCIPAL OFFICE

The principal place of business and mailing address of this corporation shall be
**351 N.W. 101 TERRACE
CORAL SPRINGS, FL 33071**

ARTICLE III CAPITAL STOCK

The number of shares of stock that this corporation is authorized to have outstanding at any one time is SEVEN THOUSAND FIVE HUNDRED (7,500) shares having a par value of ONE DOLLAR (\$1.00) per share.

ARTICLE IV INCORPORATOR

The name(s) and street address(es) of the incorporator(s) to these Articles of Incorporation is (are):
**ANTHONY G. COLEMAN, JR.
3275 W. HILLSBORO BLVD. #207
DEERFIELD BEACH, FL 33442**

ARTICLE V INITIAL BOARD OF DIRECTORS

The number of Directors constituting the initial Board of Directors of this Corporation is one (1). The number of Directors may be either increased or decreased from time to time by an amendment of the by-laws but shall never be less than one (1). The names and addresses of the initial Board of Directors are:

**JANIS BAUER
351 N.W. 101 TERRACE
CORAL SPRINGS, FL 33071**

These Articles of Incorporation Prepared By:
**ANTHONY G. COLEMAN, JR., Esq.
3275 West Hillsboro Boulevard Suite 207
Deerfield Beach, Florida 33442
(954) 354-2785
Florida Bar Number 368563**

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ARTICLE VI INITIAL REGISTERED AGENT AND ADDRESS

The name(s) and address of the initial registered agent is:

ANTHONY G. COLEMAN, JR.
3275 W. HILLSBORO BLVD. #207
DEERFIELD BEACH, FL 33442

The undersigned has (have) executed these Articles of Incorporation this date: AUGUST 2, 2004



ANTHONY G. COLEMAN, JR., Incorporator

CERTIFICATE OF DESIGNATION
REGISTERED AGENT/REGISTERED OFFICE

Pursuant to the provisions of section 607.0501, Florida Statutes, the undersigned corporation, organized under the laws of the state of Florida, submits the following statement in designating the registered office/registered agent, in the state of Florida.

- 1. The name of the corporation is: BUTTERFLY GIRL, INC.
- 2. The name and address of the registered agent and office is:
ANTHONY G. COLEMAN, JR.
3275 W. HILLSBORO BLVD. #207
DEERFIELD BEACH, FL 33442

SIGNATURE
TITLE:


INCORPORATOR

DATE: AUGUST 2, 2004

Having been named Registered Agent to accept service of process for the above stated Corporation at the place designated in this certificate, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.


Registered Agent

AUGUST 2, 2004
Date

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