

**704000120451**Florida Department of State  
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Fax Number : (850) 205-0281

From:

Account Name : AKERMAN, SENTERFITT &amp; EIDSON, P.A.

Account Number : 075471001363

Phone : (305) 374-5600

Fax Number : (305) 374-5095

**FLORIDA PROFIT CORPORATION OR P.A.****IN & OUT DESIGNS, INC.**

Certificate of Status	0
Certified Copy	1
Page Count	02
Estimated Charge	\$78.75

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**ARTICLES OF INCORPORATION  
OF  
IN & OUT DESIGNS, INC.**

The undersigned incorporator, for the purpose of forming a corporation under the Florida Business Corporation Act, adopts the following Articles of Incorporation:

**ARTICLE I  
NAME**

The name of the corporation is In & Out Designs, Inc. (hereinafter called the "Corporation").

**ARTICLE II  
PRINCIPAL OFFICE AND MAILING ADDRESS**

The principal office and mailing address of the Corporation is:

10415 Southwest 154<sup>th</sup> Court - No. 6  
Miami, Florida 33196

**ARTICLE III  
CAPITAL STOCK**

The number of shares of stock that the Corporation is authorized to issue is One Thousand (1,000) shares, \$0.01 par value per share, of common stock. Each issued and outstanding share of common stock shall be entitled to one vote on each matter submitted to a vote at a meeting of the shareholders.

**ARTICLE IV  
INITIAL DIRECTORS**

The names and addresses of the initial directors of the Corporation are:

Grace Benjamin  
10415 Southwest 154<sup>th</sup> Court - No. 6  
Miami, Florida 33196

Leslie Ricketts  
13535 Southwest 110<sup>th</sup> Terrace  
Miami, Florida 33186

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**ARTICLE V**  
**INITIAL REGISTERED OFFICE AND AGENT**

The street address of the Corporation's initial registered office is: 10415 Southwest 154<sup>th</sup> Court, No. 6, Miami, Florida 33196. The name of the Corporation's initial registered agent at that office is: Grace Benjamin.

**ARTICLE VI**  
**INCORPORATOR**

The name and street address of the incorporator of the Corporation is: Grace Benjamin, 10415 Southwest 154<sup>th</sup> Court, No. 6, Miami, Florida 33196.

**ARTICLE VII**  
**INDEMNIFICATION**

The Corporation shall indemnify any present or former officer or director, or person exercising powers and duties of an officer or a director, to the full extent now or hereafter permitted by law.

IN WITNESS WHEREOF, the undersigned has executed these Articles of Incorporation this 19<sup>th</sup> day of August, 2004.

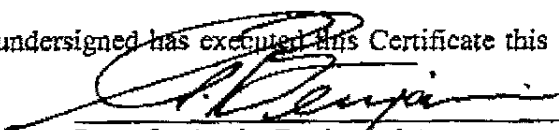
  
Grace Benjamin, Incorporator

**CERTIFICATE OF ACCEPTANCE BY**  
**REGISTERED AGENT**

Pursuant to the provisions of Section 607.0501 of the Florida Business Corporation Act, the undersigned submits the following statement in accepting the designation as registered agent and registered office of IN & OUT DESIGNS, INC., a Florida corporation (the "Corporation"), in the Corporation's articles of incorporation:

Having been named as registered agent and to accept service of process for the Corporation at the registered office designated in the Corporation's articles of incorporation, the undersigned accepts the appointment as registered agent and agrees to act in this capacity. The undersigned further agrees to comply with the provisions of all statutes relating to the proper and complete performance of her duties, and the undersigned is familiar with and accepts the obligations of her position as registered agent.

IN WITNESS WHEREOF, the undersigned has executed this Certificate this 19<sup>th</sup> day of August, 2004.

  
Grace Benjamin, Registered Agent

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