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Florida Department of State
Division of Corporations
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To:

Division of Corporations
Fax Number : (850) 205-0381

From:

Account Name : EMPIRE CORPORATE KIT COMPANY
Account Number : 072450003255
Phone : (305) 634-3694
Fax Number : (305) 633-9696

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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FLORIDA PROFIT CORPORATION OR P.A.

pro executive holdings, inc.

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ARTICLES OF INCORPORATION OF
PRO EXECUTIVE HOLDINGS, INC.

ARTICLE I.

CORPORATE NAME

The name of this corporation shall be: PRO EXECUTIVE HOLDINGS, INC.
Florida corporation.

ARTICLE II.

NATURE OF CORPORATE BUSINESS

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

ARTICLE III.

CAPITAL STOCK

This Corporation is authorized to issue a maximum of One Thousand (1,000) shares of common stock having a par value of One Dollars (\$1.00) per share. The consideration to be paid for each share of stock shall be fixed by the Board of Directors.

ARTICLE IV.

INITIAL REGISTERED AGENT AND INITIAL REGISTERED OFFICE

The Corporation's initial Registered Agent and Registered Office in the State of Florida shall be: Michael A. Love, 1111 Lincoln Road, Miami Beach, Florida 33139.

ARTICLE V.

MAILING ADDRESS OF CORPORATION

The Corporation's mailing address shall be: 1111 Lincoln Road, Miami Beach, Florida 33139

ARTICLE VI.

BOARD OF DIRECTORS

The number of Directors may be altered from time to time by By-Laws adopted by the Stockholders. However, the Corporation shall have no less than one (1) Director at any time.

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ARTICLE VII

INITIAL DIRECTOR

The name and post office address of the first Director of the Corporation is:

Name	Address
Michael A. Love	1111 Lincoln Road, Suite 400 Miami Beach, Florida 33139

The first Director shall hold office until the first annual meeting of the Stockholders of the Corporation.

ARTICLE VIII

INCORPORATOR

The name and post office address of the Incorporator executing these Articles of Incorporation is:

Incorporator	Address
Michael A. Love	1111 Lincoln Road, Suite 400 Miami Beach, Fl 33139

THE UNDERSIGNED Incorporator, for the purpose of forming a Corporation to do business within the State of Florida, does make and file these Articles of Incorporation, hereby declaring and certifying that the facts stated are true.

Michael A. Love
MICHAEL A. LOVE

STATE OF FLORIDA :
: SS
COUNTY OF MIAMI-DADE :

BEFORE ME, the undersigned authority, appeared MICHAEL A. LOVE, who is personally known to me or who has produced _____ as identification, and acknowledged that MICHAEL A. LOVE executed said Articles of Incorporation, and who did take an oath.

TOTAL P.04

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October 27, 2004. WITNESS my hand and seal in the State and County aforesaid, this 27th day of



NOTARY PUBLIC, State of Florida
Print Name: Ranon M. Krongold

My Commission Expires:

The undersigned hereby accepts the foregoing designation as initial Registered Agent and agrees to comply with the provisions of law applicable to said designation.

Michael A. Love
Michael A. Love, Registered Agent

7. 8/18/05 PRO EXECUTIVE HOLDINGS, INC. ARTICLES OF INCORPORATION DOC

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