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Florida Department of State  
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To:

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

From:

Account Name : YOUR CAPITAL CONNECTION, INC.  
Account Number : I20000000257  
Phone : (850) 224-8870  
Fax Number : (850) 224-7047

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TALLAHASSEE, FLORIDA

**FLORIDA PROFIT CORPORATION OR P.A.**

**DESIGNER SHELLS, INC**

Certificate of Status	0
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**ARTICLES OF INCORPORATION****OF****DESIGNER SHELLS, INC**

The undersigned subscribers to these Articles of Incorporation, being natural persons competent to contract, hereby form a corporation under and pursuant to the laws of the State of Florida providing for the formation, liability, rights, privileges and immunities of corporations for profit, and for that purpose, hereby certify, declare and set forth as follows,

to wit:

**ARTICLE I****NAME**

The name of the corporation shall be:

**DESIGNER SHELLS, INC****ARTICLE II****GENERAL NATURE OF 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**

The capital stock of this corporation shall be One Hundred Shares (100) at \$1.00 per share par value.

All of said stock shall be payable in cash, property, real or personal, labor or services in lieu of cash, at a just valuation to be fixed by the stockholders of this corporation.

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**ARTICLE IV****CAPITAL TO BEGIN BUSINESS**

The amount of capital with which this corporation shall commence business shall be One Hundred Dollars (\$100.00).

**ARTICLE V****CORPORATE EXISTENCE**

This corporation shall exist perpetually unless sooner dissolved according to law.

**ARTICLE VI****PRINCIPAL PLACE OF BUSINESS**

The principal place of business of said corporation shall be 14339 Collecting Canal Road, Loxahatchee, Florida 33470, with the privilege of having branch offices at other places within or without the State of Florida.

**ARTICLE VII****REGISTERED OFFICE AND REGISTERED AGENT**

The name of the corporation's registered agent is Wessel Johannes Lubbe, 14339 Collecting Canal Road, Loxahatchee Florida 33470.

**ARTICLE VIII****OFFICERS AND DIRECTORS**

The names and addresses of the first directors and officers of the corporation who shall hold office for the first year or until their successors are chosen shall be:

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<u>NAME</u>	<u>ADDRESS</u>	<u>OFFICE</u>
Wessel Johannes Lubbe	14339 Collecting Canal Road Loxahatchee, Fl 33470	President/Director
Benita Lubbe	14339 Collecting Canal Road Loxahatchee, Florida 33470	Vice President/Director

This corporation shall have at least one, but not more than four directors, and no person shall be required to own, hold or control stock in the corporation as a condition precedent to holding an office in this corporation.

#### ARTICLE IX SUBSCRIBERS

The names and addresses of the subscribers to these Articles of Incorporation and the number of shares of stock each agrees to take are as follows:

<u>NAME</u>	<u>ADDRESS</u>	<u>NO. OF SHARES</u>
Wessel Johannes Lubbe	14339 Collecting Canal Road Loxahatchee, Fl 33470	80
Benita Lubbe	14339 Collecting Canal Road Loxahatchee, Florida 33470	80

#### ARTICLE X

Shares of stock held by the initial shareholders may not be resold or otherwise transferred to other persons unless such shares are first offered to the remaining shareholders of to this corporation. The price and terms at which, and the time within which, such shares may be offered and sold shall be further specified by written agreement among all of the shareholders and this corporation.

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**ARTICLE XI**

Every shareholder, upon the sale for cash of any new stock of this corporation of the same kind, class or series as that which he already holds, shall have the right to purchase his pro rata share thereof (as nearly as may be done without issuance of fractional shares), at the price at which it is offered to others.

**ARTICLE XII**

This corporation reserves the right to amend, alter, change or repeal any provisions contained in these Articles of Incorporation in the manner now or hereafter prescribed by statute.

Directors of this corporation shall have the power to make or amend the By-laws and to fix any amount to be reserved for working capital.

The private property of the stockholders shall not be subject to the payment of the corporate debts in any extent whatsoever. The corporation shall have first lien on the shares of its members and upon the dividends due them for any indebtedness of such members to the corporation.

IN WITNESS WHEREOF, the undersigned being the original subscriber to the Articles of Incorporation herein, for the purpose of forming a corporation to do business both within and without the State of Florida, under the laws of Florida, do make and file these Articles,

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hereby declaring and certifying that the fact herein stated are true, this 23<sup>rd</sup> day of October, 2004.

IN THE PRESENCE OF

  
Witness  
Wesley Johannes Lubbe.  
Witness

IN WITNESS WHEREOF, the undersigned being the registered agent to the corporation mentioned above, for the purpose of forming a corporation to do business both within and without the state of Florida, under the laws of Florida, hereby states that I am familiar with and accept the duties and responsibilities as registered agent for said corporation, SIGNED THIS 23<sup>rd</sup> DAY OF October, 2004.

  
Wesley Johannes Lubbe

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