

Division of Corporations

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FLORIDA DEPARTMENT OF STATE
TALLAHASSEE, FLORIDA

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FLORIDA PROFIT CORPORATION OR P.A.

KARYM VENTURES, INC.

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H04000246702 3

**ARTICLES OF INCORPORATION
OF
KARYM VENTURES, INC.**

ARTICLE I - NAME AND BUSINESS ADDRESS

The name of this Corporation is KARYM VENTURES, INC. Its principal office address is 829 NW 55th St., Miami, Fl 33127 and the business mailing address is P.O. Box 370627, Miami, FL 33137.

ARTICLE II - DURATION

The Corporation shall have a perpetual existence.

ARTICLE III - PURPOSE

The purpose of this Corporation is to engage in any activities or business permitted under the Laws of the United States and Florida.

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ARTICLE IV - CAPITAL STOCK

The maximum number of shares which this Corporation is authorized to have outstanding at any time is 10,000 shares of common stock, having a par value of \$.01 per share.

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

The street address of the initial registered office of this Corporation shall be 200 S. Biscayne Blvd., Suite 2680, Miami, Fl 33131, and the initial registered agent of this Corporation at such office shall be Marlon A. Hill, Esq., who upon accepting this designation agrees to comply with the provisions of Chapters 48 and 607, Florida Statutes as amended from time to time, with respect to keeping an office open for service of process.

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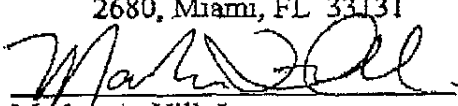
ARTICLE VI - INITIAL BOARD OF DIRECTORS

The initial Board of Directors shall consist of five members. The number of directors may be increased or decreased from time to time by vote of the Board of Directors, but in no case shall the number of directors be less than one nor more than fifteen. The names and addresses of the directors constituting the initial Board of Directors are:

<u>Name</u>	<u>Address</u>
Yvonne Spence-Lowe	4500 NW Blitchton Rd. Ocala, fl 34482
Kenneth Spence	675 NW 56th St., #504 Miami, Fl 33127
Rick Spence	829 NW 55th St. Miami, Fl 33127
Anthony Spence	829 NW 55th St. Miami, Fl 33127
Michelle Spence-Jones	829 NW 55th St. Miami, Fl 33127

ARTICLE VII - INCORPORATOR

The name and street address of the person signing these Articles of Incorporation is:

<u>Name</u>	<u>Address</u>
Marlon A. Hill, Esq.	200 S. Biscayne Blvd., Suite 2680, Miami, FL 33131
	 Marlon A. Hill, Incorporator

H04000246702 3

H04000246702 3

ACCEPTANCE OF REGISTERED AGENT

Having been named to accept service of process for KARYM VENTURES, INC., at the place designated in the Articles of Incorporation, Marlon A. Hill, Esq. agrees to act in this capacity and is familiar with, and accepts, the obligations of such position, and agrees to comply with the provisions of Section 48.091, Florida Statutes, relative to keeping open such office.

Dated: Dec. 14, 2004
Marlon A. Hill

3

H04000246702 3