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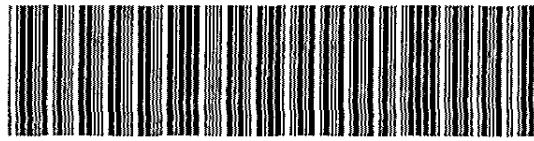
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TILLMAN, SEE, FLORIDA

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11 12 20

JAMES M. GUEST, P.A.
CERTIFIED PUBLIC ACCOUNTANT

15600 S.W. 288 STREET - SUITE 201
HOMESTEAD, FLORIDA 33033
(305) 248-0861
Fax (305) 245-2326

50 KINDRED STREET- SUITE 201
STUART, FL 34994
(772) 286-9005
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December 13, 2004

**Secretary of State
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32319**

**RE: Articles of Incorporation
Phat Black Spade, inc.**

Dear Sir/Madam:

In reference to the above, please find enclosed original and one (1) copy of Articles of Incorporation to be filed with the Secretary of State, State of Florida. Also enclosed is my check in the amount of \$87.50 which represents \$35.00 filing fee, \$35.00 registered Agent Fee, \$8.75 for certified copy and \$8.75 for certificate of Status. Please return the Certified copy of the Articles of Incorporation to my office.

If you have any questions, please feel free to contact me.

Sincerely,



JAMES M. GUEST, CPA

JMG/ams
Enclosures



FLORIDA DEPARTMENT OF STATE
Glenda E. Hood
Secretary of State

December 20, 2004

JAMES M. GUEST, P.A.
50 KINDRED STREET
SUITE 201
STUART, FL 34994

SUBJECT: PHAT BLACK SPADE, INC.
Ref. Number: W04000046403

We have received your document for PHAT BLACK SPADE, INC. and your check(s) totaling \$87.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

The registered agent and street address must be consistent wherever it appears in your document.

An effective date may be added to the Articles of Incorporation if a 2005 date is needed, otherwise the date of receipt will be the file date. A separate article must be added to the Articles of Incorporation for the effective date.

Please return the original and one copy of your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6067.

Neysa Culligan
Document Specialist
New Filings Section

Letter Number: 704A00070613

ARTICLES OF INCORPORATION
OF
PHAT BLACK SPADE, INC.

FILED
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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I, the undersigned, as a proper person acting as incorporator of a Corporation under the laws of the State of Florida, adopt the following Articles of Incorporation:

ARTICLE I
CORPORATE NAME

The name of the Corporation is: **PHAT BLACK SPADE, INC.**

ARTICLE II
TERM OF EXISTENCE

The period of its duration is: The Corporation shall have perpetual existence.

ARTICLE III
NATURE OF BUSINESS

The purpose of the Corporation is: The general nature of the business is to be transacted by this Corporation is to engage in any all business permitted under the laws of the United States and the State of Florida.

ARTICLE IV
CAPITAL STOCK

The maximum number of authorized shares of this Corporation is: One Hundred (100) shares of common stock having a par value of One Dollar (\$1.00) per share.

ARTICLE V
REGISTERED AGENT

The address of the initial registered office of this Corporation is:

**50 KINDRED STREET, SUITE 201
STUART, FL 34994**

and the name of its initial registered agent at such address is:

**JAMES M. GUEST
JAMES M. GUEST, CPA, P.A.
50 KINDRED STREET, SUITE 201
STUART, FL 34994**

ARTICLE VI
PRINCIPAL PLACE OF BUSINESS

Address of the principal place of business is: **50 KINDRED STREET, STE 201
STUART, FL 34994**

ARTICLE VII

INITIAL DIRECTOR

The number of directors constituting the initial Board of Directors of the Corporation is ONE (1) and the name and address of the person who is to serve as Director until its first annual meeting of shareholders or until his successor is elected and shall qualify is:

NAME

ADDRESS

INARD MABRY

**50 KINDRED STREET, SUITE 201
STUART, FL 34994**

ARTICLE VIII

INCORPORATOR

The name and address of each incorporator is:

<u>NAME</u>	<u>ADDRESS</u>
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INARD MABRY	50 KINDRED STREET, SUITE 201
	STUART, FL 34994

ARTICLE IX

INITIAL OFFICERS

The person or persons named below as Initial Officers shall hold their respective offices for the first year of existence of this Corporation or until a successor is elected or appointed and has qualified, whichever occurs first:

PRESIDENT	INARD MABRY
VICE PRESIDENT	INARD MABRY
SECRETARY	INARD MABRY
TREASURER	INARD MABRY

NAMING AGENT UPON WHOM PROCESS MAY BE SERVED

Pursuant to Chapter 607.0501 Florida Statutes, the following is submitted in compliance with said Act:

That **PHAT BLACK SPADE, INC.**, desiring to organize under the laws of the State of Florida, with its principal office, as indicated in the Articles of Incorporation in Homestead, County of Miami-Dade, State of Florida, has named **JAMES M. GUEST**, **JAMES M. GUEST, CPA, P.A.** located at 50 Kindred Street, Ste. 201, Stuart, FL 34994, of Martin County, State of Florida, as its agent to accept service of process within the State.

ACKNOWLEDGMENT

Having been named to accept service of process for the above stated Corporation, at the place designated in this Certificate, I hereby agree to act in this capacity, and agree to comply with the provisions of said Act relative to keeping open said office.

Dated this 27 day of Dec, 2004.


JAMES M. GUEST

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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