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is

LAW OFFICES
FREEDMAN & McCLOSKY
PROFESSIONAL ASSOCIATION
SUITE 700, SOUTHTRUST TOWER
ONE EAST BROWARD BOULEVARD
FORT LAUDERDALE, FLORIDA 33301

REED B. McCLOSKY
RANDY R. FREEDMAN

TELEPHONE (954) 764-3800
TELECOPIER (954) 764-2840

December 28, 2004

Secretary of State
Division of Corporation
409 E. Gaines Street
Tallahassee, FL 32314

Re: Velvet Sky Investment Co., Inc.

Dear Sir/Madam:

I have enclosed this firm's check no. 5155 in the amount of \$70.00 as the filing fee for the above referenced corporation. I have also enclosed the original and one copy of the executed articles of incorporation. Please return to me one file stamped copy in the envelope enclosed. Thank you.

Very truly yours,

FREEDMAN & McCLOSKY, P.A.


Reed B. McClosky

RBM/tlb

Enclosures

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TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION

OF

VELVET SKY INVESTMENT CO., INC.

The undersigned associates for the purpose of becoming a corporation under the laws of the State of Florida, by and under the provisions of the Florida Business Corporation Act, Chapter 607, Florida Statutes, providing for the formation, liability, rights, privileges and immunities of corporations.

ARTICLE I

The name and address of the corporation is:

Velvet Sky Investment Co., Inc.
924 S.E. 16th Avenue
Deerfield Beach, FL 33441

ARTICLE II

This corporation shall commence its existence as of the date of the filing of these articles, and its existence shall be perpetual.

ARTICLE III

This corporation is organized for the purpose of transacting any and all lawful business.

ARTICLE IV

This corporation is authorized to issue one hundred shares of common stock with no par value.

ARTICLE V

The name and address of the initial registered agent and street address of the initial registered office of this corporation

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are:

Freedman & McClosky, P.A.
One East Broward Boulevard
Suite 700
Fort Lauderdale, FL 33301

ARTICLE VI

The number of directors of this corporation shall be not less than one (1). The initial number of directors shall be four (4), and the number of directors may be increased and decreased from time to time by the by-laws of this corporation. The names and addresses of the initial directors are:

<u>NAME</u>	<u>ADDRESS</u>
Sandra R. Francis	924 S.E. 16 th Avenue Deerfield Beach, FL 33441
Diane M. Tiano	924 S.E. 16 th Avenue Deerfield Beach, FL 33441
Richard S. Fernandes	924 S.E. 16 th Avenue Deerfield Beach, FL 33441
Peter Tiano, Sr.	924 S.E. 16 th Avenue Deerfield Beach, FL 33441

ARTICLE VII

The initial officers of the corporation shall be:

<u>NAME</u>	<u>ADDRESS</u>
Sandra R. Francis	President
Diane M. Tiano	Vice President
Richard S. Fernandes	Treasurer
Peter Tiano, Sr.	Secretary

ARTICLE VIII

The name and address of the incorporator is:

Reed B. McClosky, Esq.
Freedman & McClosky, P.A.
One East Broward Boulevard
Suite 700
Fort Lauderdale, FL 33301

ARTICLE IX

The power to adopt, alter, amend or repeal by-laws will be vested in the board of directors and shareholders.

ARTICLE X

The corporation shall indemnify any officer or director, or any former officer or director, to the full extent permitted by law.

ARTICLE XI

This corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment to them.

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation on this 28th day of December, 2004.



Reed B. McClosky, Incorporator

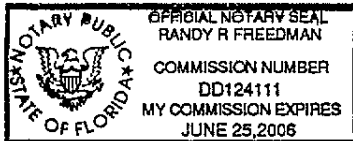
STATE OF FLORIDA)
) ss:
COUNTY OF BROWARD)

BEFORE ME, the undersigned authority, personally appeared **Reed B. McClosky**, known to me to be the person who has executed the

foregoing Articles of Incorporation, and he has acknowledged before me that he has executed these Articles of Incorporation for the purposes contained therein.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my seal, in the State and County aforesaid, this 28th day of December, 2004.

My Commission Expires:



Randy R. Freedman
NOTARY PUBLIC

ACCEPTANCE OF APPOINTMENT

Pursuant to 48.091 and 607.0501, Florida Statutes, the undersigned acknowledges and accepts its appointment as registered agent of **Velvet Sky Investment Co., Inc.** and agrees to act in that capacity and to comply with the provisions of the Florida Business Corporation Act relative to keeping open the registered office at the address specified above. The undersigned is familiar with and accepts the obligations of 607.0505, Florida Statutes.

FREEDMAN & McCLOSKEY, P.A.

By: 
Reed B. McClosky, as agent

Date: December 28, 2004

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