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FLORIDA PROFIT CORPORATION OR P.A.

d whale, inc.

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ARTICLES OF INCORPORATION

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OF

PROGRAM OF STATE TALLAHASSEE, FLORIDA

D WHALE, INC.

The undersigned subscriber to these Articles of Incorporation, a natural person competent to contract, hereby forms a corporation under the laws of the State of Florida.

ARTICLE I. NAME

The name of the corporation shall be:

D WHALE, INC.

The principal place of business of this corporation shall be:

14488 SW 115 Terrace Miami, Florida 33186

ARTICLE II. NATURE OF BUSINESS

This corporation may engage or transact in any or all lawful activities or business permitted under the laws of the United States, the State of Florida or any other state, country, territory or nation.

ARTICLE III. CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to initially have outstanding at anyone time is 100 shares of common stock having US \$1.00 par value per share.

ARTICLE IV. ADDRESS

The mailing address of the initial registered office of the corporation shall be 14488 SW 115 Terrace, Miami, Florida 33186.

and the name of the initial registered agent of the corporation at that address is Dale L. Barrow.

ARTICLE V. TERM OF EXISTENCE

This corporation is to exist perpetually.

This instrument prepared by: PORREST SYGMAN, BSQ., 8603 S. Dixle Highway, Suite 303, Miami, FL 33143 TEL: (305) 661-8955 Florida Bar No.: 748<u>02</u>0

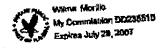
ARTICLE VI. OFFICERS AND DIRECTORS

This corporation shall have one officer and director initially to wit: Date L. Barrow.

ARTICLE VII. INCORPORATOR

The name and street address of the incorporator to these Articles of Incorporation is:
Forrest Sygman, Esq.
8603 South Dixie Highway, Suite 303
Miami, Florida 33143

My Commission expires: Tuly 39, 2007



CERTIFICATE DESIGNATING

This instrument prepared by: FORREST SYGMAN, ESQ., 8603 S. Dixie Highway, Suite 303, Miami, FL 33143 TEL: (305) 661-8955 Florida Bar No.: 748020

REGISTERED AGENT/REGISTERED OFFICE

Pursuant to the provisions of Section 607.325, Florida Statutes, the undersigned Corporation, organized under the laws of the State of Florida, submits the following statement in designating the registered office/registered agent, in the State of Florida.

- 1. The name of the corporation is D Whale, Inc.
- The name and address of the registered agent and office is: Dale Barrow.
 14488 SW 115 Terrace,
 MIAMI, FL 33186

Signature:

FORREST SYGMAN, incorporator

12-25-04

Date

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 I FURTHER AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATIVE TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES, AND I ACCEPT THE DUTIES AND OBLIGATIONS OF SECTION 607.325 FLORIDA STATUTES.

REGISTERED AGENT

ATE: /2/23/0/4

HD50000000907

This instrument prepared by: FORREST SYGMAN, ESQ., 8603 S. Dixie Highway. Suite 303, Miami, FL 33143 TEL: (305) 661-8955 Florida Bar No.: 748020