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To:

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

From:

Account Name : EMPIRE CORPORATE KIT COMPANY
Account Number : 072450003255
Phone : (305) 634-3694
Fax Number : (305) 633-9696

FLORIDA PROFIT CORPORATION OR P.A.

funkingz, inc.

Certificate of Status	0
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05 JAN 28 AM 8:13
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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**ARTICLES OF INCORPORATION
OF
FUNKINGZ, INC.**

The undersigned subscribers to these Articles of Incorporation, natural persons competent to contract, hereby form a corporation under the State of Florida.

ARTICLE I

The name of the corporation is FUNKINGZ, INC.

ARTICLE II

DURATION AND BEGINNING OF CORPORATE EXISTENCE

The corporation shall exist perpetually. The Corporate existence shall commence as of filing of the Articles of Incorporation.

ARTICLE III

The corporation is organized for the purposes of Real Estate Investment and any other business.

**ARTICLE IV
CAPITAL STOCK**

The corporation is organized to have outstanding one class of stock designated as common stock. The maximum number of shares of common stock which the corporation is authorized to have outstanding is 100 shares of common stock at \$1.00 par value per share. Holders of common stock are entitled to vote on all questions required by law on the basis of one vote per share and there shall be no cumulative voting. Holders of common stock shall not have preemptive rights to subscribe to the corporation's securities.

Prepared by Colin Robinson
ROBINSON & COMPANY
17645 NW 27TH AVE, MIAMI, FL 33056 PHONE: (305) 621-7555/6579COMPANY

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ARTICLE V

The name of the initial registered agent of this corporation is ROBERT JAMES. The street address of the initial registered office of the corporation in the State of Florida is 16406 SW 39 STREET, MIRAMAR FL 33027.

ARTICLE VI INITIAL BOARD OF DIRECTORS

The corporation shall have seven (7) initial director(s). The number of directors may be increased or decreased from time to time in the manner provided in the bylaws of the corporation. The name and street address of the initial Director are:

ROBERT JAMES	16406 SW 39 STREET MIRAMAR, FL 33027
ROBERT ANDERSON	16406 SW 39 STREET MIRAMAR, FL 33027
REGINAL BAROSY	16406 SW 39 STREET MIRAMAR, FL 33027
ALTON PATTERSON	16406 SW 39 STREET MIRAMAR, FL 33027
VERONA JAMES	16406 SW 39 STREET MIRAMAR, FL 33027
AMOY LEWIS	16406 SW 39 STREET MIRAMAR, FL 33027
MIRIAM JAMES	16406 SW 39 STREET MIRAMAR, FL 33027

ARTICLE VII INCORPORATION

The name and address of the incorporator of these articles of Incorporation is ROBERT JAMES
of 16406 SW 39 STREET MIRAMAR, FL 33027

ARTICLE VIII BY LAWS

The power to adopt, alter, amend or repeal bylaws shall be vested in the Board of Directors
and the Shareholders.

ARTICLE IX INDEMNIFICATION

The corporation shall indemnify to the full extent permitted by law, the incorporator, any officer, director,
employee, or agent of the corporation, or any person who at the request of the corporation is or was serving
as a director, officer, employee, or agent of another corporation partnership, joint venture, trust or other
enterprise.

ARTICLE X AMENDMENT

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

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of

Incorporation, the 27 day of Jan 2005.


ROBERT JAMES


STATE OF FLORIDA)
COUNTY OF BROWARD)

BEFORE ME, a Notary Public authorized to take acknowledgment in the State and County set forth above, personally appeared ROBERT JAMES known to me and known by me to be the person who executed the foregoing Article of Incorporation, and he acknowledged before me that he executed these Article of Incorporation.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my Official Seal in the State and County aforesaid, this 27 day of Jan 2005.



Juliet A. Allen
Commission # DD006209
Expires April 13, 2005
Bonded Third
Atlantic Reading Co., Inc.


NOTARY PUBLIC
State of Florida at Large

My Commission Expires:

110.

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**CERTIFICATE DESIGNATING REGISTERED AGENT AND
PLACE OF BUSINESS OR DOMICILE FOR THE SERVICE OF PROCESS WITHIN
FLORIDA, AND ACCEPTANCE OF AGENT UPON WHOM PROCESS MAY BE SERVED**

In compliance with Sections 48.091 and 507.034, Florida Statutes the following is submitted:

FIRST that FUNKINGZ, INC. desiring to organize or qualify under the laws of the State of Florida with its principal place of business at 16406 SW 39 STREET MIRAMAR, FLORIDA 33027, has named ROBERT JAMES of 16406 SW 39 STREET MIRAMAR, FLORIDA 33027, as its agent to accept service of process within Florida.

ACKNOWLEDGEMENT


Having been named to accept service of process for the above stated corporation, at place designated in this Certificate, I hereby am familiar with and accept the duties and responsibilities as registered agent for said corporation.

Dated this 27 day of Jan, 2005.

05 JAN 28 AM 8:14
SECRETARY OF STATE
TALLAHASSEE FLORIDA

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BY:
ROBERT JAMES
Registered Agent



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