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ABCD ACCOUNTING

Accounting Bookkeeping & Consulting Discounted, Inc.
America's Business Bookkeepers and Tax Specialists
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1821 Northeast 146th Street
Miami, Florida 33181-1423

January 31, 2005

Department of State
Division of Corporations
409 East Gaines Street
Tallahassee, FL 32399

RE: Stephania Models, Inc.

Greetings:

Enclosed are one original and one copy of the articles of incorporation and registered agent designation for the above-named corporation together with the \$70.00 filing fees.

Any effort you might extend to process these articles as quickly as possible will be greatly appreciated.

Thank you so much for your time and consideration.

Sincerely,



Robert D. Allman
Accountant

/ie

**ARTICLES OF INCORPORATION
FOR
Stephania Models, Inc.**

FILED
2005 FEB -1 P 13:23
CLERK OF DISTRICT COURT
JANUARY 31 2005

The undersigned incorporator, for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopts the following Articles of Incorporation:

ARTICLE I NAME

The name of the corporation shall be:
Stephania Models, Inc.

ARTICLE II PRINCIPAL OFFICE

The principal place of business and mailing address of this corporation shall be:
3055 N.E. 190th Street, Aventura, Florida 33180.

The mailing address of this corporation shall be:
P.O. Box 801031, Miami, Florida 33280.

ARTICLE III CAPITAL STOCK

The number of shares of stock that this corporation is authorized to have outstanding at any one time is: Seven thousand five hundred shares (7,500).

ARTICLE IV INITIAL REGISTERED AGENT AND ADDRESS

The name and street address of the initial registered agent is:

MARTHA C. VANEGAS
3055 N.E. 190th Street, Aventura, Florida 33180.

ARTICLE V INCORPORATOR

The name and street address of the incorporator to these Articles of Incorporation is:


MARTHA C. VANEGAS
3055 N.E. 190th Street, Aventura, Florida 33180.

ARTICLE VI INITIAL OFFICERS & DIRECTORS

The names of the initial Officers & Directors of this corporation are:

President, Director:	Martha C. Vanegas
Vice President, Director	Charles V. Bailey

The undersigned has executed these Articles of Incorporation this 31st of January 2005.



Martha Vanegas, President

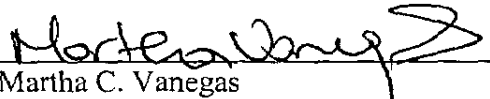
**CERTIFICATE OF DESIGNATION
REGISTERED AGENT/REGISTERED OFFICE**

Pursuant to the provisions of sections 607.0501 or 617.0501, Florida Statutes, the undersigned corporation, organized under the laws of the State of Florida, submits the following statement in designing the registered office/registered agent, in the State of Florida.

1. The name of the corporation is:
Stephania Models, Inc.
2. The name and address of the registered agent and office is:
MARTHA C. VANEGAS
3055 N.E. 190th Street, Aventura, Florida 33180.

HAVING BEEN NAMED AS REGISTERED AGENT AND TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY ACCEPT THE APPOINTMENT AS REGISTERED AGENT AND AGREE TO ACT IN THIS CAPACITY. I FURTHER AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATING TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES, AND I AM FAMILIAR WITH AND ACCEPT THE OBLIGATIONS OF MY POSITION AS REGISTERED AGENT.

The undersigned has executed this acceptance of the Registered Agent position this 31st of January 2005.



Martha C. Vanegas
Registered Agent

FILED
JAN 31 2005
JAN 31 2005
JAN 31 2005