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FLORIDA PROFIT CORPORATION OR P.A.

CI-FLYER INC.

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Corporate Filing

Public Access Help

13
7-7

ARTICLES OF INCORPORATION

The undersigned incorporator(s), for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopt(s) the following Articles of Incorporation.

ARTICLE I NAME

The name of the corporation shall be:

CI-FLYER INC.

ARTICLE II PRINCIPAL OFFICE

The principal place of business and mailing address of this corporation shall be:

CI-FLYER INC.

931 Village Boulevard, Suite 905-151
West Palm Beach, FL 33409-1939

ARTICLE III SHARES

The number of shares of stock that this corporation is authorized to have outstanding at any one time is:

2,000 Shares at No Par Value

ARTICLE IV INITIAL REGISTERED AGENT AND STREET ADDRESS

The name and address of the initial registered agent is:

Kenny Herisse
931 Village Boulevard, Suite 905-151
West Palm Beach, FL 33409-1939

Prepared By:
Bruce B. Hubbard
77 East John St.
Hicksville, New York 11801
1-516-935-3940

ARTICLES V INITIAL OFFICER(S)/DIRECTOR(S)

The name(s) and street address(es) and title(s) to these Articles of Incorporation is(are):

Kenny Herisse- 931 Village Boulevard, Suite 905-151, West Palm Beach, FL 33409-1939- President
Jeff LaGrone- 931 Village Boulevard, Suite 905-151, West Palm Beach, FL 33409-1939- Vice President

ARTICLES VI INCORPORATOR(S)

The name(s) and street address(es) of the incorporator(s) to these Articles of Incorporation is(are):

Kenny Herisse- 931 Village Boulevard, Suite 905-151, West Palm Beach, FL 33409-193
Jeff LaGrone- 931 Village Boulevard, Suite 905-151, West Palm Beach, FL 33409-1939

The undersigned incorporator(s) has(have) executed these Articles of Incorporation this

3rd day of March 2005.


Kenny Herisse - Signature


Jeff LaGrone - Signature

CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT/REGISTERED OFFICE

PURSUANT TO THE PROVISIONS OF SECTION 607.0501, FLORIDA STATUTES, THE UNDERSIGNED CORPORATION, ORGANIZED UNDER THE LAWS OF THE STATE OF FLORIDA, SUBMITS THE FOLLOWING STATEMENT IN THE DESIGNATING THE REGISTERED OFFICE/AGENT, IN THE STATE OF FLORIDA.

1. The name of the corporation is: **CI-FLYER INC.**

2. The name and address of the registered agent and office is:

Kenny Herisse

Name

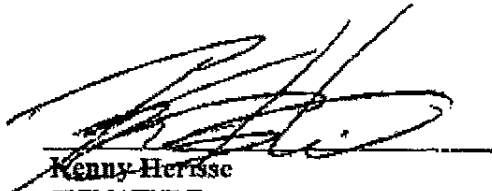
931 Village Boulevard, Suite 905-151

(P.O. Box or Mail Drop Box NOT Acceptable)

West Palm Beach, FL 33409-1939

(City / State / Zip)

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 the statutes relating to the proper and complete performance of my duties, and am familiar with and accept the obligations of my position as registered agent.


Kenny Herisse
SIGNATURE

March 3, 2005

(Date)