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MRDGM

Larsh Accounting Services

Independent Accountants

May 31st, 2005

Department of State
Division of Corporations
Corporate Filings
P. O. Box 6327
Tallahassee, Florida 32314

Re: Agatstein & Francis Enterprises, Inc.

Dear Sir or Madame:

Enclosed herewith are the Articles of Incorporation for the above captioned corporation. Enclosed, likewise, is my check in the amount of \$78.75 to cover filing fees and certified copy. Kindly send the certified copy to: Martin T. Pettit, 5725 S.W. 57th Terrace, Miami, Florida 33143.

Sincerely yours,

Martin T. Pettit

MTP/s

Encls.

ARTICLES OF INCORPORATION OF

SECRETARY OF STATE TALLAHASSEE, FLORE O5 JUN -6 AM 9:50

AGATSTEIN & FRANCIS ENTERPRISES, INC.

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

ARTICLE 1. - NAME

The name of the corporation shall be:

AGATSTEIN & FRANCIS ENTERPRISES, INC.

ARTICLE II. - PRINCIPAL OFFICE

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

2070 F Tigertail Boulevard # 2 Dania, Florida 33004-2107

ARTICLE III. - CAPITAL STOCK

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

One Thousand (1,000) Shares

ARTICLE IV. - INITIAL REGISTERED AGENT AND ADDRESS

The name and address of the initial registered agent is:

Ernie A. Francis 2070 F Tigertail Boulevard # 2 Dania, Florida 33004-2107

ARTICLE V. - INCORPORATOR

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

Ernie A. Francis 2070 F Tigertail Boulevard # 2 Dania, Florida 33004-2107

The undersigned has executed these Articles of Incorporation this 25th day of April 2005.

ERMIE A. FRANCIS

PRESIDENT

CERTIFICATE OF DESIGNATION 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 designating the registered office / registered agent, in the State of Florida.

- 1. The name of the corporation is: AGATSTEIN & FRANCIS ENTERPRISES, INC.
- The name and address of the registered agent and office is: Ernie
 A. Francis, 2070 F Tigertail Boulevard #2, Dania, Florida
 33004-2107.

ERNIE A. FRANCIS

PRESIDENT

April 25th, 2005

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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 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.

ERNIE A. FRANCIS

April 25th, 2005