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PICK-UP WAIT MAIL

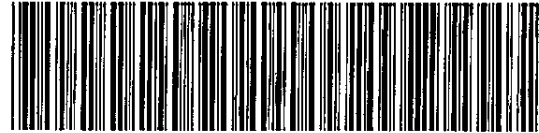
(Business Entity Name)

(Document Number)

Certified Copies _____ Certificates of Status _____

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8-1-05

JUNIOR PALACE ACADEMY, INC.

8639 N.W. 2 Ln.
Miami, Fla. 33126
(305)-265-1942
Fax (305)-265-0789

July 23, 2005

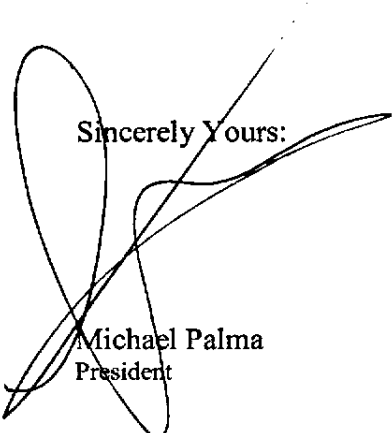
Division of Corporations
Tallahassee, Fla.

Dear Sir/Madam:

Enclosed, please find a check for \$87.50 for Junior Palace Academy, Inc. We would like the corporation certified.

If you need any more information on this matter, please feel free to contact us at the above address or telephone numbers.

Sincerely Yours:



Michael Palma
President

cc:file

**ARTICLES OF INCORPORATION FOR
JUNIOR PALACE ACADEMY, INC.**

The undersigned does hereby adopt the following Articles of Incorporation for the purpose of forming a corporation under the laws of the State of Florida.

I

NAME OF THE CORPORATION

The name of the Corporation shall be **Junior Palace Academy, Inc.**

II

COMMENCEMENT AND DURATION

The Corporation is to commence its corporate existence on the date of subscription and acknowledgement of these Articles of Incorporation and shall exist thereafter perpetually until dissolved by law.

III

PURPOSE

The Corporation is organized for the purpose of transacting any and all lawful business.

IV

CAPITAL STOCK

The Corporation is authorized to issue 1000 shares of stock, all of one class, at \$1.00 per share par value.

FILED
JUN 27 2003
CORPORATION
STATE OF FLORIDA

V

REGISTERED AGENT & Principal Address

The office of this Corporation's initial registered office is 8639 N.W. 2 Ln. Miami, Fla. 33126, and the registered agent is Michael Palma.

VI

INCORPORATOR

The name(s) and address(ess) of the Incorporator(s) is/are as follows:

Michael Palma
8639 N.W. 2 Ln.
Miami, Fla. 33126

Gladys Palma
8639 N.W. 2 Ln.
Miami, Fla. 33126

VII

BOARD OF DIRECTORS

All the Corporate powers shall be exercised by and under the authority of, and the business affairs of the Corporation shall be managed under the direction of, the Board of Directors. The number of Directors may be increased or decreased from time to time in accordance with the by-laws of the Corporation but shall never be less than one. The name(s) and address(ess) of the initial Director(s) of the Corporation is:

Michael Palma
8639 N.W. 2 Ln.
Miami, Fla. 33126

Gladys Palma
8639 N.W. 2 Ln.
Miami, Fla. 33126

VIII

INFORMAL SHAREHOLDER ACTION

Any action of the Shareholders may be taken without a meeting, if consent in writing, setting forth the action so taken, be signed by all the Shareholders entitled to vote upon such action at a meeting and filed with the Secretary of the Corporation as part of the Corporate records.

IX

INFORMAL DIRECTOR ACTION

If all of the Directors severally or collectively consent in writing to any action taken by the Corporation and the writing evidencing their consent are filed with the Secretary of the Corporation, the action shall be as valid as though it had been authorized at a meeting of the Board of Directors.

X

INDEMNIFICATION

The Corporation shall indemnify any Officer or Director or any former Officer or Director to the full extent permitted by law.

XI

BY-LAWS AMMENDMENT

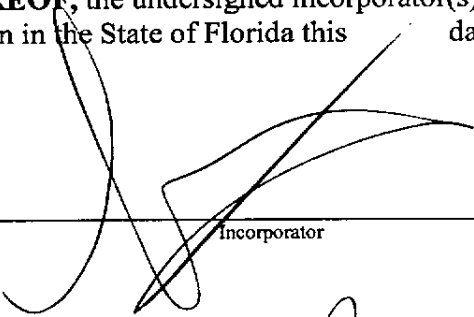
The powers to adopt, alter, amend or repeal the By-Laws of this Corporation shall be vested in the Board of Directors and Shareholders, but the Board of Directors may not alter, amend or repeal any of the By-Laws adopted by the Shareholders, if the Shareholders provide that the By-Laws shall not be altered, amended, or repealed by the Board of Directors.

XII

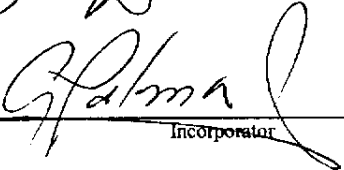
AMENDMENT OF ARTICLES

These Articles of Incorporation may be amended at any time by a vote of the majority of the voting stock of the Corporation outstanding, at any regular meeting of the Shareholders called for that purpose.

IN WITNESS WHEREOF, the undersigned incorporator(s) has executed these Articles of Incorporation in the State of Florida this _____ day of _____, 20__.



Incorporator



Incorporator

Incorporator

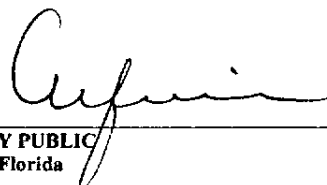
STATE OF FLORIDA

ss:

COUNTY OF MIAMI-DADE

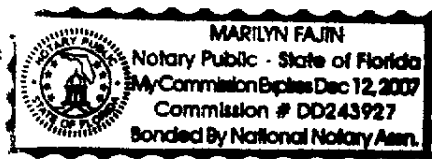
BEFORE ME, the undersigned authority, personally appeared, Michael Palma and Gladys Palma, who is/are to me well known to be the person described in and who executed the foregoing Articles of Incorporation as the Incorporator(s) and he/she acknowledged to and before me that the executed the same for the uses and purposes therein mentioned and set forth.

IN WITNESS WHEREOF, I have hereunto set my hand and seal at Miami in the County of Miami-Dade, in the State of Florida this *18th* day of *July*, 2005.



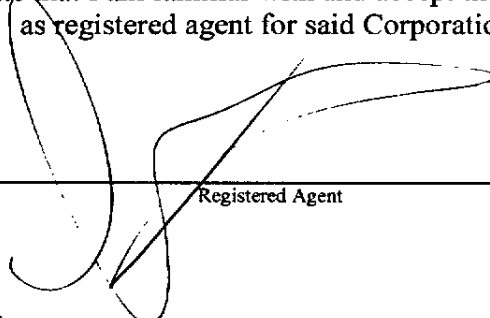
NOTARY PUBLIC
State of Florida
at Large

My commission expires:



**ACCEPTANCE BY REGISTERED AGENT
OF
JUNIOR PALACE ACADEMY, INC.**

I, Michael Palma, as the registered agent of **Junior Palace Academy, Inc.**, a Florida Corporation, hereby state that I am familiar with and accept the duties and responsibilities as registered agent for said Corporation.



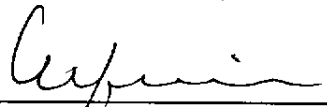
Registered Agent

FILED
JUL 26 P 3 39

STATE OF FLORIDA
ss:
COUNTY OF MIAMI-DADE

BEFORE ME, the undersigned authority, personally appeared Michael Palma to me well known to be the person described in and who executed the foregoing Acceptance by Registered Agent, and he acknowledged to and before me that he executed the same for the uses and purpose herein mentioned and set forth.

IN WITNESS WHEREOF, I have hereunto set my hand and seal at Miami, in the said County of Miami-Dade, in the State of Florida this *18th* day of *July* 20*05*.



NOTARY PUBLIC
State of Florida
at Large

My commission expires:

