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October 25, 2005

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

RE: James Samuels, Inc.

Dear Sir or Madam:

Enclosed please find an original and one copy of the Certificate of Domestication for James Samuels, Inc. together with an original and one copy of the Articles of Incorporation pursuant to s. 607.1801. I have enclosed a check in the amount of \$128.75 in payment of your fees.

Please file the Certificate of Domestication and Articles of Incorporation and provide us with the date incorporation was approved.

Sincerely,
BAUER & ASSOCIATES
Attorneys at Law, P.A.



Kirk T. Bauer

KTB:mh
Enclosure

CERTIFICATE OF DOMESTICATION

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TALLAHASSEE, FLORIDA

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The undersigned, JAMES SAMUELS, President
(Name) (Title)

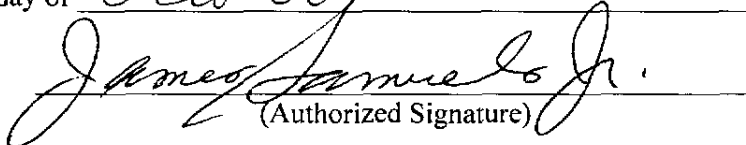
of JAMES SAMUELS, INC.
(Corporation Name) a foreign corporation,

in accordance with s. 607.1801, Florida Statutes, does hereby certify:

1. The date on which corporation was first formed was April 10, 2001.
2. The jurisdiction where the above named corporation was first formed, incorporated, or otherwise came into being was the Commonwealth of Virginia.
3. The name of the corporation immediately prior to the filing of this Certificate of Domestication was JAMES SAMUELS, INC..
4. The name of the corporation, as set forth in its articles of incorporation, to be filed pursuant to s. 607.0202 and 607.0401 with this certificate is JAMES SAMUELS, INC..
5. The jurisdiction that constituted the seat, siege social, or principal place of business or central administration of the corporation, or any other equivalent jurisdiction under applicable law, immediately before the filing of the Certificate of Domestication was the Commonwealth of Virginia.
6. Attached are Florida articles of incorporation to complete the domestication requirements pursuant to s. 607.1801.

I am JAMES SAMUELS, of JAMES SAMUELS, INC.

and am authorized to sign this Certificate of Domestication on behalf of the corporation and have done so this the 21st day of October, 2005.


(Authorized Signature)

Filing Fee:

Certificate of Domestication	\$50.00
Articles of Incorporation and Certified Copy	\$78.75
Total to domesticate and file	\$128.75

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TALLAHASSEE, FLORIDA

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ARTICLES OF INCORPORATION

OF

JAMES SAMUELS, INC.

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

The name of the corporation shall be: JAMES SAMUELS, INC.

Article II

The principal place of business shall be 304 Glen Club Drive, DeBary, Florida 32713 and the mailing address of this corporation is 304 Glen Club Drive, DeBary, Florida 32713.

Article III

This corporation may engage or transact in any or all lawful activities or business permitted under the laws of the United States, the State of Florida or any other state, country, territory or nation.

Article IV

The number of shares of stock that this corporation is authorized to have outstanding at any one time is: 1000 shares.

Article V

The name and address of the initial registered agent is:

JAMES SAMUELS
304 Glen Club Drive
DeBary, Florida 32713

Article VI

This corporation is to exist perpetually.

Article VII

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

JAMES SAMUELS
304 Glen Club Drive
DeBary, Florida 32713

The undersigned incorporator has executed these Articles of Incorporation this 21st
day of October, 2005.


JAMES SAMUELS

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

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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: JAMES SAMUELS, INC.
2. The name and address of the registered agent and office is:

JAMES SAMUELS
304 Glen Club Drive
DeBary, Florida 32713

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.


(SIGNATURE)


(DATE)

**DIVISION OF CORPORATIONS
P. O. BOX 6327, TALLAHASSEE, FL 32314**