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Florida Department of State  
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To:

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Account Name : EMPIRE CORPORATE KIT COMPANY  
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FLORIDA PROFIT CORPORATION OR P.A.

marlie holdings inc.

Certificate of Status	0
Certified Copy	1
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December 22, 2005

FLORIDA DEPARTMENT OF STATE  
Division of Corporations

EMPIRE CORPORATE KIT COMPANY

SUBJECT: MARLIE HOLDINGS INC.  
REF: W05000056152

We received your electronically transmitted document. However, the document has not been filed. Please make the following corrections and refax the complete document, including the electronic filing cover sheet.

You failed to make the correction(s) requested in our previous letter.

The registered agent designated in your document is not an active entity according to our records. Please reinstate this entity (call (850) 245-6059 for information) or designate another entity that is active according to our records.

The registered agent must be listed the way we have it on our data base.

An effective date may be added to the Articles of Incorporation if a 2006 date is needed, otherwise the date of receipt will be the file date. A separate article must be added to the Articles of Incorporation for the effective date.

If you have any further questions concerning your document, please call (850) 245-6973.

Claretha Golden  
Document Specialist  
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W05-55963

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ARTICLES OF INCORPORATION

OF

Marlie Holdings Inc.

05 DEC 22 AM 11:35  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

ARTICLE I  
NAME

The name of this corporation is: Marlie Holdings Inc.

ARTICLE II  
PRINCIPAL MAILING ADDRESS OF BUSINESS

The principal mailing address of business for this corporation is: Marlie Holdings Inc., c/o Bared & Associates, P.A., 1500 San Remo Avenue, Suite 248, Coral Gables, FL, 33146.

ARTICLE III  
DURATION

This corporation shall have perpetual existence, commencing on the date of the filing of these Articles of Incorporation with the Florida Department of State, Division of Corporations, Tallahassee, Florida.

ARTICLE IV  
PURPOSE

This corporation is organized for the purpose of transacting any and all lawful business.

ARTICLE V  
CAPITAL STOCK

This corporation is authorized to issue One Hundred 100 shares of \$1.00 par value common stock.

Prepared by: Pablo R. Bared, Esq., Bared and Assoc., PA  
1500 San Remo, #248, Coral Gables, FL 33146  
Telephone (305)666-6010

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**ARTICLE VI**  
**INITIAL REGISTERED OFFICE AND AGENT**

The street address of the initial registered office of this corporation is 1500 San Remo Ave. #248 Coral Gables, Fl. 33146, and the name of the registered agent of this corporation is Bared & Associates, P.A.

**ARTICLE VII**  
**INITIAL BOARD OF DIRECTORS**

This corporation shall have 1 Director initially. The number of directors may be either increased or diminished from time to time by the Bylaws of this corporation but shall never be less than one. The name and address of the initial director of this corporation is:

Director:       Julietta Bared  
                  C/o 1500 San Remo Avenue, Suite 248  
                  Coral Gables, Florida 33146

**ARTICLE VIII**  
**INCORPORATOR**

The name and address of the person signing these Articles of Incorporation is: Pablo R. Bared, Esq., 1500 San Remo Ave., Suite 248, Coral Gables, Fl. 33146.

**ARTICLE IX**  
**BYLAWS**

The powers to adopt, alter, amend or repeal the Bylaws shall be vested in the Board of Directors.

Prepared by:       Pablo R. Bared, Esq., Bar #739405 Bared and Assoc. PA  
                      1500 San Remo Ave., #248, Coral Gables Fl. 33146  
                      Telephone (305)666-6010

**ARTICLE X**  
**INDEMNIFICATION**

The corporation shall indemnify any officer or director, or any former officer or director, to the full extent permitted by the laws of the State of Florida.

**ARTICLE XI**  
**AMENDMENT**

This corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation or any amendment to them, and any right conferred upon the shareholders is subject to this reservation.

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation on this 20<sup>th</sup> day of December 2005.

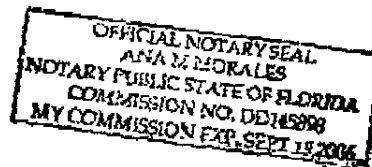
  
\_\_\_\_\_  
Pablo R. Bared, Esq., Incorporator

SWORN TO AND SUBSCRIBED before me, a Notary Public, in and for the State of Florida at Large, on this 20<sup>th</sup> day of December 2005.

  
\_\_\_\_\_  
NOTARY PUBLIC

My commission expires:

Prepared by:  
Pablo R. Bared, Esq. Bar #739405  
Bared and Assoc., PA  
1500 San Remo Avenue  
Suite 248  
Coral Gables, FL 33146  
Telephone (305)666-6010



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ACCEPTANCE OF REGISTERED AGENT

FOR

Marlie Holdings Inc.

05 DEC 22 AM 11:35

CLERK OF STATE  
TALLAHASSEE, FLORIDA

Having been named to accept service of process for Marlie Holdings Inc., Pursuant to Article VI of the Articles of Incorporation Bared & Associates, P. A., I agree to act in this capacity and to comply with the provisions of Section 48.091, Fla. Stat. relative to keeping open such office until such time as I shall notify the corporation of my resignation.

DATED in Coral Gables, Dade County, Florida on December 20, 2005.

PABLO R. BARED, ESQ.

Prepared by:

Pablo R. Bared, Esq. Bar #739405

Bared and Assoc., PA

1500 San Remo Ave.

Suite 248

Coral Gables, FL 33146

Telephone (305)666-6010

Articles

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