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COVER LETTER

2006 JAN -9 PM 1: 26

TALLAHÁSSEE FLORIDA

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

SUBJECT:	MICONE	CORP TENAME-MUST INCLUI	
Enclosed are an orig	(PROPOSED CORPORAT		
\$70.00 Filing Fee	\$78.75 Filing Fee & Certificate of Status	\$78.75 Filing Fee & Certified Copy ADDITIONAL COP	\$87.50 Filing Fee, Certified Copy & Certificate of Status Y REQUIRED
FROM:		RODRIGUEZ (Printed or typed)	
	5405 NW	102 Ave #	223
	SUNRISE,	FL 9335. State & Zip	<u> </u>
	954 - 74 Davtime T	1 - 3 3 elephone number	

NOTE: Please provide the original and one copy of the articles.

effective DAIR

ARTICLES OF INCORPORATION

2006 JAN -9 PM 1:

OF

MALLAHASSEE FLOR

MICONE CORP

The undersigned subscriber to these Articles of Incorporation is a natural person competent to contract and hereby form a Corporation for profit under Chapter 607 of the Florida Statutes.

ARTICLE 1 - NAME

The name of the Corporation is Micone Corp (Hereinafter, "Corporation").

ARTICLE 2 - PRINCIPAL OFFICE

The address of the principal office of this Corporation is 193 Salzedo Street, Royal Palm Beach, FL 33411 and the mailing address is 193 Salzedo Street, Royal Plam Beach, FL 33411.

ARTICLE 3 - PURPOSE OF CORPORATION

The Corporation shall engage in any activity or business permitted under the laws of the United States and of the State of Florida.

ARTICLE 4 – REGISTERED AGENT

The name and street address of the incorporator of this Corporation is:

Angela C. Rodriguez

5405 NW 102nd Ave., Ste 223

Sunrise, FL 33351

ARTICLE 5 - INCORPORATOR

The name and street address of the incorporator of this Corporation is:

Angela C. Rodriguez

5405 NW 102nd Ave., Ste 223

Sunrise, FL 33351

ARTICLE 6 - OFFICERS

The officers of the Corporation shall be:

President: Mikel LePaul Chin

whose addresses shall be the same as the principal office of the Corporation.

ARTICLE 7 - DIRECTOR(S)

The Director(s) of the Corporation shall be:

Mikel LePaul Chin

whose addresses shall be the same as the principal office of the Corporation.

ARTICLE 8 - CORPORATE CAPITALIZATION

- 8.1 The maximum number of shares that this Corporation is authorized to have outstanding at any time is **ONE HUNDRED** (100) shares of common stock, each share having the par value of **ONE DOLLAR** (\$1.00).
- 8.2 No holder of shares of stock of any class shall have any preemptive right to subscribe to or purchase any additional shares of any class, or any bonds or convertible securities of any nature; provided, however, that the Board of Director(s) may, in authorizing the issuance of shares of stock of any class, confer any preemptive right that the Board of Director(s) may deem advisable in connection with such issuance.
- 8.3 The Board of Director(s) of the Corporation may authorize the issuance from time to time of shares of its stock of any class, whether now or hereafter authorized, or securities convertible into share of its stock of any class, whether now or hereafter authorized, for such consideration as the Board of Director(s) may deem advisable, subject ot such restrictions or limitations, if any, as may be set forth in the bylaws of the Corporation.
- 8.4 The Board of Director(s) of the Corporation may, by Restated Articles of Incorporation, classify or reclassify any unissued stock from time to time by setting or changing the preferences, conversions or other rights, voting powers, restrictions, limitation as to dividends, qualifications, or term or conditions of redemption of the stock.

ARTICLE 9 - SUB-CHAPTER S CORPORATION

The Corporation may elect to be an S Corporation, as provided in Sub-Chapter S of the Internal Revenue Code of 1098, as amended.

- 9.1 The shareholders of this Corporation may elect and, if elected, shall continue such election to be an S Corporation as provided in Sub-Chapter S of the Internal Revenue Code of 1986, as amended, unless the shareholders of the Corporation unanimously agree otherwise in writing.
- 9.2 After this Corporation has elected to be an S Corporation, none of the shareholders of this Corporation has elected to be an S Corporation, without the written consent of all the shareholders of this Corporation shall take any action, or make any transfer or other disposition of the shareholders' shares of stock in the Corporation, which will result in the termination or revocation of such election to be an S Corporation, as provided in Sub-Chapter S of the Internal Revenue Code of 1986, as amended.
- 9.3 Once the Corporation has elected to be an S Corporation, each share of stock issued by this Corporation shall contain the following legend:

"The shares of stock represented by this certificate cannot be transferred if such transfer would void the election of the Corporation to be taxed under Sub-Chapter S of the Internal Revenue Code of 1986, as amended."

ARTICLE 10 - SHAREHOLDERS' RESTRICTIVE AGREEMENT

All of the shares of stock of this Corporation may be subject to a Shareholders' Restrictive Agreement containing numerous restrictions on the rights of shareholders of the Corporation and transferability of the shares of stock of the Corporation. A copy of the Shareholders' Restrictive Agreement, if any, in on file at the principal office of the Corporation.

ARTICLE 11 - POWERS OF CORPORATION

The Corporation shall have the same powers as an individual to do all things necessary or convenient to carry out its business and affairs, subject to any limitations or restrictions imposed by applicable law or these Articles of Incorporation.

ARTICLE 12 - TERM OF EXISTENCE

This Corporation shall have perpetual existence.

ARTICLE 13 - REGISTERED OWNER(S)

The Corporation, to the extent permitted by law, shall be entitled to treat the person in whose name any share or right is registered on the books of the Corporation as the owner thereto, for all purposes, and except as may be agreed in writing by the Corporation, the Corporation shall not be bound to recognize any equitable or other claim to, or interest

in, such share or right on the part of any other person, whether or not the Corporation shall have notice thereof.

TALLAHASSEE FLORIDA

ARTICLE 14 - REGISTERED OFFICE AND REGISTERED AGENT

The initial address of registered office of this Corporation is 5405 NW 102nd Ave., Suite 223, Sunrise, FL 33351. The name and address of the registered agent of this Corporation is Angela C. Rodriguez, 5405 NW 102nd Ave., Suite 223, Sunrise, FL 33351.

ARTICLE 15 - BYLAWS

These Articles of Incorporation shall be effective January 2, 2006 upon approval of the Secretary of State, State of Florida.

ARTICLE 16 - EFFECTIVE DATE

The Articles of Incorporation shall be effective January 2, 2006 upon approval of the Secretary of state. State of Florida.

ARTICLE 17 - AMENDMENT

The Corporation reserves the right to amend, alter, change or repeal any provision contained in these Articles of Incorporation, or in any amendment hereto, or to add any provision to these Articles of Incorporation or to any amendment hereto, in any manner now or hereafter prescribed or permitted by the provisions of any applicable statute of the State of Florida, and all rights conferred upon shareholders in these Articles of Incorporation or any amendment hereto are granted subject to this reservation.

IN WITNESS WHEREOF, I have hereunto set my hand and seal, acknowledged and filed the foregoing Articles of Incorporation under the laws of the State of Florida, this 5th day of January, 2006.

I hereby accept the duties and responsibilities as registered agent.

Angela C. Rodriguez, Incorporato//Registered Agent