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FLORIDA PROFIT/NON PROFIT CORPORATION

ADVENTURES OF LUCY & ETHEL, INC.

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ARTICLES OF INCORPORATION
OF
Adventures of Lucy & Ethel, Inc.

ARTICLE I
NAME

The name of this corporation shall be:

Adventures of Lucy & Ethel, Inc.

ARTICLE II
DURATION

This corporation shall commence its existence upon the filing of these Articles and the duration of this corporation is perpetual.

ARTICLE III
PURPOSE

This corporation may engage in any activity or business permitted under the laws of the United States and of the State of Florida.

ARTICLE IV
CAPITAL STOCK

This corporation is authorized to issue one thousand (1000) shares of one dollar (\$1.00) par value common stock, which shall be designated "Common Shares." Melissa B. Lewis shall hold 50% of the shares. Debra E. Villegas shall hold 50% of the shares.

ARTICLE V
PREEMPTIVE RIGHTS

Every shareholder, upon the sale for cash of any new stock of this corporation of the same kind, class or series as that which she already holds, shall have the right to purchase her pro rata share thereof at the price at which it is offered to others.

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ARTICLE VI
PRINCIPAL OFFICE OF BUSINESS

The principal place of business of this corporation is: 401 E. Las Olas Boulevard, Suite 1650, Fort Lauderdale, Florida 33301.

ARTICLE VII
INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this corporation is 401 East Las Olas Boulevard, Suite 1650, Fort Lauderdale, Florida 33301, and the name of the initial registered agent is Stuart A. Rosenfeldt, Esq.

ARTICLE VIII
INITIAL BOARD OF DIRECTORS

This corporation shall have two (2) Directors initially. The number of Directors may be increased or decreased from time to time in accordance with the Bylaws but shall never be less than one (1). The name and address of the initial Directors are:

Melissa B. Lewis, President
401 East Las Olas Boulevard, Suite 1650
Fort Lauderdale, Florida 33301

Debra E. Villegas, Vice President
401 East Las Olas Boulevard, Suite 1650
Fort Lauderdale, Florida 33301

ARTICLE IX
INCORPORATOR

The name and address of the person signing these Articles as Incorporator is Stuart A. Rosenfeldt, Esq., 401 East Las Olas Boulevard, Suite 1650, Fort Lauderdale, Florida 33301. The Incorporator shall not be liable, in any form or fashion, for any acts or omissions of the Corporation.

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**ARTICLE X
BYLAWS**

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

**ARTICLE XI
AMENDMENTS**

This Corporation reserves the right to amend or repeal any provision contained in these Articles of Incorporation or any Amendment hereto and any right conferred upon the Shareholders is subject to this reservation.

IN WITNESS WHEREOF, the undersigned has executed these Articles of Incorporation this 17th day of March, 2006.


STUART A. ROSENFELDT, ESQ.
Incorporator

ACCEPTANCE OF REGISTERED AGENT

HAVING BEEN NAMED AS REGISTERED AGENT OF THE CORPORATION NAMED ABOVE, THE UNDERSIGNED DOES HEREBY ACCEPT SUCH APPOINTMENT AND DOES HEREBY AGREE TO DO ALL THINGS NECESSARY IN ORDER TO CARRY OUT ANY AND ALL DUTIES REQUIRED OF SUCH POSITION.

DATED THIS 17th DAY OF MARCH, 2006.

Dy: 
Stuart A. Rosenfeldt, Esq.

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