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MRS  
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06-25842

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**NEW FILINGS**

- Profit  
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 Limited Liability  
 Domestication  
 Other

**AMENDMENTS**

- Amendment  
 Resignation of R.A., Officer/Director  
 Change of Registered Agent  
 Dissolution/Withdrawal  
 Merger

**OTHER FILINGS**

- Annual Report  
 Fictitious Name

**REGISTRATION/QUALIFICATION**

- Foreign  
 Limited Partnership  
 Reinstatement  
 Trademark  
 Other

Examiner's Initials



FLORIDA DEPARTMENT OF STATE  
Division of Corporations

June 6, 2006

LAZARUS

\*\*\*WALK-IN\*\*\*

SUBJECT: MINDWORKS INC.  
Ref. Number: W06000025842

DEPARTMENT OF STATE  
DIVISION OF CORPORATIONS  
TALLAHASSEE, FLORIDA

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We have received your document for MINDWORKS INC. and your check(s) totaling \$78.75. However, the enclosed document has not been filed and is being returned for the following correction(s):

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an existing entity.

Please select a new name and make the correction in all appropriate places. One or more major words may be added to make the name distinguishable from the one presently on file.

**Adding "of Florida" or "Florida" to the end of a name is not acceptable.**

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Ruby Dunlap  
Regulatory Specialist  
New Filing Section

Letter Number: 306A00039042

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**ARTICLES OF INCORPORATION  
OF**

*MINDWORKS OF SOUTH FLORIDA, INC.*

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**The undersigned incorporator (s) hereby forms the following  
corporation Under the laws of the State of Florida:**

**ARTICLE I**

**NAME:**

*MINDWORKS OF SOUTH FLORIDA, INC.*

**The principal place of business and mailing address of this  
corporation shall be: 6355 NW 36 ST. Suite 403  
Virginia Gardens , FL 33166**

**ARTICLE II**

**PURPOSE:**

**The corporation is organized to engage in any and all business  
permitted under the laws of the State of Florida.**

**ARTICLE III**

**CAPITAL STOCK:**

**The maximum number of shares of stocks which this  
corporation is authorized to issue is 3000 shares of \$ 1.00 par value,  
common stock. Said shares of stock may be issued only for a  
consideration having a fair value as may be determined by the board  
of directors.**

**ARTICLE IV**

**TERM OF EXISTENCE:**

**This corporation is to exist perpetually from the date  
these Articles are filed with the Department of State, subject to the  
laws of the State of Florida.**

**ARTICLE V**

**REGISTERED AGENT AND OFFICE:**

**This initial Registered Agent and the principal address of  
the initial Registered Office of this corporation shall be:**

**DIMITRIOS E. KALOGIANNIS**

**6355 NW 36 ST. Suite 403 - Virginia Gardens , FL 33166**

**ARTICLE VI**

**DIRECTORS:**

***This corporation shall have two ( 2) directors initially. The number of directors may be changed from time to time in accordance with by-law adopted by the directors, but the number shall never be less than one (1). The name and street address of the initial director of the corporation is:***

**DIMITRIOS E. KALOGIANNIS**

***President-Treasurer***

**MELANIE E. QUERY**

***Vicepresident-Secretary***

**6355 NW 36 ST. Suite 403**

**Virginia Gardens, Fl 33166**

**ARTICLE VII**

**INCORPORATORS:**

***The name and street address of the incorporators are:***

**DIMITRIOS E. KALOGIANNIS**

**MELANIE E. QUERY**

**6355 NW 36 ST. Suite 403**

**Virginia Gardens, FL 33166**

**ARTICLE VIII**

**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 he already holds shall have the right to purchase his prorata share thereof (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others***

**ARTICLE IX**

**CUMULATIVE VOTING:**

***At each election for Directors, cumulative voting by shareholders as set forth in Florida Statutes, Chapter 607.097 (4) shall be allowed.***

**FILED**

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TALLAHASSEE, FLORIDA

**ARTICLE X  
AMENDMENT :**

**These Articles of Incorporation may be amended in the manner Provided by Law. Every amendment shall be approved by the Board of Directors, proposed by them to the stockholders and approved at a stockholder's meeting by at least a majority of the stock entitled to vote, unless all of the directors and all of the stockholders sign a written statement manifesting their intention that a certain amendment of these Articles of Incorporation be made.**

**IN WITNESS WHEREOF, the undersigned incorporators have hereunto set its hands and seals this 01 day of June 2006.-**



**DIMITRIOS E. KALOGIANNIS**



**MELANIE E. QUERY**

**ACCEPTANCE BY REGISTERED AGENT:**

**Having been named to accept service of process for the Above named corporation, at the place designed in these Articles, I Hereby accept this appointment and agree to comply with the provisions of Chapter 48.091 Florida Statutes, relative to keeping open said offices.**



**DIMITRIOS E. KALOGIANNIS  
REGISTERED AGENT**