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TALLAHASSEE, FLORIDA

FLORIDA PROFIT/NON PROFIT CORPORATION

PALACE VENTURES, INC.

Certificate of Status	0
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10/25/06

**ARTICLES OF INCORPORATION
OF
PALACE VENTURES, INC.**

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**ARTICLE 1
NAME**

The name of this Corporation is Palace Ventures, Inc.

**ARTICLE 2
PRINCIPAL PLACE OF BUSINESS**

The principal place of business of this Corporation shall be 16177 Bridlewood Circle, Delray Beach, Florida 33445.

**ARTICLE 3
MAILING ADDRESS**

The mailing address of this Corporation shall be 16177 Bridlewood Circle, Delray Beach, Florida 33445.

**ARTICLE 4
PURPOSES AND POWERS**

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

**ARTICLE 5
CAPITAL STOCK**

The aggregate number of shares which this Corporation shall have authority to issue is One Hundred (100) shares of Common Stock, having a par value of \$.01 per share, which shares of Common Stock, as a class, shall have unlimited voting rights and are entitled to receive the net assets of this Corporation upon dissolution.

ARTICLE 6
INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this Corporation is 5355 Town Center Road, Suite 801, Boca Raton, Florida 33486, and the name of the initial registered agent of this Corporation at that address is Gary S. Dunay.

ARTICLE 7
INCORPORATOR

The name and address of the person signing these Articles of Incorporation, the Incorporator, is Gary S. Dunay, 5355 Town Center Road, Suite 801, Boca Raton, Florida 33486.

ARTICLE 8
AMENDMENT

This Corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment hereto, as provided by law.

ARTICLE 9
INITIAL OFFICERS AND DIRECTORS

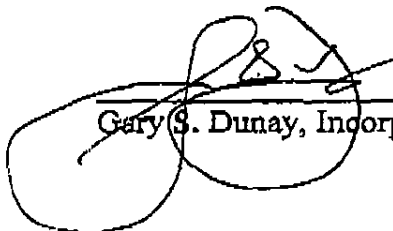
Dennis Kelly
16177 Bridlewood Circle
Delray Beach, Florida 33445

P/S/D

Daniel Staton
16193 Bridlewood Circle
Delray Beach, Florida 33445

V/T/D

The undersigned Incorporator has executed these Articles of Incorporation on October 24, 2006.



Gary S. Dunay, Incorporator

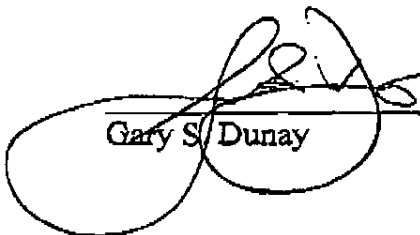
**CERTIFICATE OF
DESIGNATION OF REGISTERED AGENT
FOR
PALACE VENTURES, INC.**

Pursuant to Section 607.0505, Florida Statutes, the following is submitted:

Palace Ventures, Inc., desiring to organize under the laws of the State of Florida, with its registered office as indicated in the Articles of Incorporation, has named Gary S. Dunay, located at 5355 Town Center Road, Suite 801, Boca Raton, Florida 33486, County of Palm Beach, as its registered agent for service of process within this State.

ACKNOWLEDGEMENT:

Having been named to accept service of process for the above-stated Corporation, at the place designated in this Certificate, I hereby agree to act in this capacity, and I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties and I accept the duties and obligations as set forth in Section 607.0505, Florida Statutes.



Gary S. Dunay

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