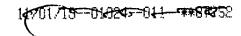
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## COVER LETTER

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

Subsect. [1] [2] [3]	of place Beach
Enclosed are an original and one (1) copy of the artic	cles of incorporation and a check for:
\$70.00 \$78.75 Filing Fee & Certificate of Status	\$78.75 Filing Fee & Certified Copy & Certificate of Status  ADDITIONAL COPY REQUIRED
FROM: ILENE FOSTOFF	(Printed or typed)
2500 QUANTUM LAKES	
BOYNTON BEACH, FL.	33426 State & Zip
561-853-2200 Daytime Te	elephone number
CLIFF@NUBARTER.CO E-mail address: (to be used	M for future annual report notification)

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

ARTICLES OF INCORPORATION
In compliance with Chapter 607 and/or Chapter 621, F.S. (Profit)

ARTICLE I NAME The name of the corporation shall be:	PALM BEACHES I	vc.
ARTICLE II PRINCIPAL OFFICE  Principal street address 2500 QUANTUM LAKES DRIVE SUITE 203 BOYNTON BEACH, FL 33426	Mailing ad	ldress, if different is:
ARTICLE III PURPOSE  The purpose for which the corporation is organized is: TO MANAGE AND GROW THE NUBARTER TEL	RRITORY PURCHASI	ED.
ARTICLE IV SHARES The number of shares of stock is:100		
ARTICLE V INITIAL OFFICERS AND/OR DIRECTO  Name and Title: ILENE FOSTOFF, PRES  Address: 2500 QUANTUM LAKES DRIVE  SUITE 203  BOYNTON BEACH, FL 33426		
Name and Title: CLIEF FOSTOFE, VP Address: 2500 QUANTUM LAKES DRIVE SUITE 203 BOYNTON BEACH, FL 33426	Name and Title: Address:	SECRET - I
Name and Title: Address:	4 1 1	HORINA IS
ARTICLE VI REGISTERED AGENT  The name and Florida street address (P.O. Box NOT acceptable) of Name:  CLIFF FOSTOFF  Address: 2500 QUANTUM LAKES DR 20: BOYNTON BEACH, FL 33426		
ARTICLE VII INCORPORATOR  The name and address of the Incorporator is:  Name: ILENE FOSTOFE  Address: 2500 QUANTUM LAKES DR 203  BOYNTON BEACH, FL 33426		
Having been named as registered agent to accept service of proce this certificate, I am familiar with and accept the appointment as re		ct in this capacity
Sequired Signature/Registered Agent		10/25/10 Date
I submit this document and affirm that the facts stated herein and document to the Department of State Jonstitutes a third degree felo		

Date