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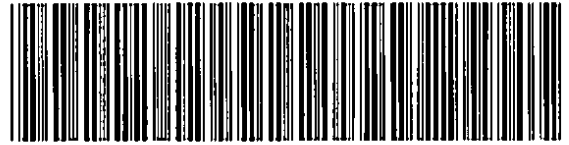
(Business Entity Name)

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**ARTICLES OF INCORPORATION  
OF  
ZEPHIR ENTERPRISES, INC**

The undersigned incorporator of **ZEPHIR ENTERPRISES, INC.**; a Florida S Corporation, adopts the following Articles of Incorporation:

**ARTICLE I – NAME**

The name of the Company is **ZEPHIR ENTERPRISES, INC.** ("hereinafter referred to as the "Company.")

**ARTICLE II – ADDRESS**

The principal address of business of the Company is 1000 NW 155th Lane Suite 112 Miami, FL 33169.

The Company may have other place(s) of business both within and without the State of Florida, and in foreign countries, as may be necessary and convenient.

**ARTICLE III – EFFECTIVE DATE**

These Articles of Incorporation are made and effective upon the approval of the Secretary of State of the State of Florida.

**ARTICLE IV – DURATION**

The Company shall have perpetual existence.

**ARTICLE V – STATEMENT OF PURPOSES AND POWERS**

The purpose of the Company is to engage or transact in any and all lawful business for which a limited liability company may be organized under the laws of the State of Florida. The Company shall have the powers granted to a limited liability company under the laws of the State of Florida.

**ARTICLE VI – CAPITAL STOCK**

The Company is authorized to issue TEN THOUSAND (10,000) shares having a par value of ONE CENT (\$0.01). All of which shall be Common Shares.

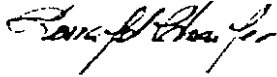
All Common Shares shall be identical with each other in every respect and the holders of Common Shares shall be entitled to one vote for each share on all matters on which shareholders have the right to vote.

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CLERK OF THE COURT  
JANUARY 2011

## ARTICLE VII – INCORPORATOR

The name of the Incorporator is Ronald Charles having his office at 1001 Brickell Bay Drive Suite 2700 Miami-Brickell, FL 33131 (hereinafter referred to as the "Incorporator.")

FOR THE INCORPORATOR



Signature

Name: Ronald Charles

## ARTICLE VIII – REGISTERED AGENT

The name of the Registered Agent is Ronald Charles having his office at 1001 Brickell Bay Drive Suite 2700 Miami-Brickell, FL 33131 (hereinafter referred to as the "Registered Agent.")

## ARTICLE IX – DIRECTOR(S) AND OFFICER(S)

The total number of initial member is (2) Two and the name and address:

|              |   |   |
|--------------|---|---|
| Chairman/CEO | : | Syana Zephir<br>1000 NW 155th Lane Suite 112<br>Miami, FL 33169 |
|--------------|---|---|

|            |  |
|------------|--|
| President: | Sirana Zephir<br>1000 NW 155th Lane Suite 112<br>Miami, FL 33169 |
|------------|--|

The Company shall be managed by a manager(s) or officer(s) in agreement with regulations approved by member(s) and/or officer(s) with respect to the management of the business and affairs of the Company.

## ARTICLE X – INDEMNIFICATION

The Company shall indemnify a Director and/or an Officer, who was wholly successful in the defense of any proceeding(s) to which the Director and/or an Officer was a party to, or because the Director and/or an Officer is or was a Director and/or an Officer of the Company, against reasonable attorney fees and expenses incurred by the Director and/or an Officer in connection with said proceeding(s). The Company may indemnify an individual made a party to a proceeding(s) because the individual is or was a member, officer, employee or agent of the Company, against liability if authorized in the specific case, after determination in the manner required by the Director and/or an Officer, that indemnification of the member, officer, employee or agent, is permissible in the circumstances because the member, officer, employee or agent has

met the standard of conduct set forth by the board of members, officers, employees and agents of the Company.

Indemnification shall apply when such persons are serving at the Company's request while a member, officer, employee or agent of the Company, as a member, officer, partner, trustee, employee or agent of another foreign or domestic Company, partnership, joint venture, trust, employee benefit plan or other enterprise, whether or not for profit, as well as in their official capacity with the Company. The Company also may pay for or reimburse the reasonable attorney fees and expenses incurred by a member, officer, employee or agent of the Company who is a party to a proceeding in advance of final disposition of the proceeding. The Company also may purchase and maintain insurance on behalf of an individual arising from the individual's status as a member, officer, employee, or agent of the Company, whether or not the Company would have power to indemnify the individual against the same liability under the law.

All references in these Articles of Incorporation are deemed to include any amendment or successor thereto. Nothing contained in these Articles of Incorporation shall limit or preclude the exercise of any right relating to indemnification or advance of attorney fees and expenses to any person who is or was a member, officer, employee, or agent of the Company or the ability of the Company otherwise to indemnify or advance expenses to any such person by contract or in any other manner. If any word, clause or sentence of the foregoing provisions regarding indemnification or advancement of the attorney fees or expenses shall be held invalid as contrary to law or public policy, it shall be severable and the provisions remaining shall not be otherwise affected. All references in these Articles of Incorporation to "member," "officer," "employee" and "agent" shall include the heirs, estates, administrators, executors, and personal representatives of such persons.

#### ARTICLE XI – ACCEPTANCE OF REGISTERED AGENT

Have been named to accept service process for **ZEPHIR ENTERPRISES, INC.** at the place designated in the Articles of Incorporation. I hereby accept the appointment as registered agent and agrees to in such capacity. I further agree to comply with the provisions of all statutes and/or laws relating to the proper and complete performance of its duties.

FOR THE REGISTERED AGENT



Signature

Name: Ronald Charles

GREETING 63

I AM INCORPORATING (2)  
TWO COMPANIES. THE \$160  
MONEY ORDER IS FOR BOTH  
COMPANIES

Goufel