

**Antonio Garcia - Crews**

Attorney and Counselor At Law

435 Douglas Ave., Suite 1505-B

Allamonte Springs, FL 32714

PL (407) 802-9100 • Fax: (407) 802-9101

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January 8, 1996

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\*\*\*\*122.50 \*\*\*\*122.50

Secretary of State  
Division of Corporations  
P.O.Box 6327  
Tallahassee, FL 32314

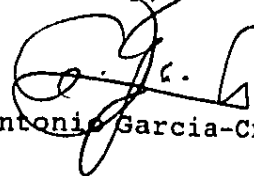
Dear Sirs:

Enclosed you will find the Articles of Incorporation of STARS' ANGELS, Inc.

Also enclosed is a check for \$122.50 to cover your filing fees.

If you need more information, please do not hesitate to contact me.

Sincerely,



Antonio Garcia-Crews, Esq.

AGC\meg

Enclosures

FILED  
96 JAN 16 PM 1:12  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

Handwritten note: 1-18-96

FILED  
96 JAN 16 PM 1:12  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION OF  
STARS' ANGELS, Inc.

The undersigned, for the purpose of forming a corporation under the Florida General Corporation Act, do hereby adopt the following articles of incorporation:

ARTICLE I - NAME

The name of this corporation is : STARS' ANGELS, Inc.

ARTICLE II - CORPORATE DURATION

The duration of the corporation is perpetual.

ARTICLE III - PURPOSES

The corporation may engage in any and all lawful business under the laws of the State of Florida and of the United States.

ARTICLE IV - CAPITALIZATION

The aggregate number of shares which the corporation is authorized to issue is 1,000 (one thousand). Such shares shall be common stock of one dollar (\$1.00) par value.

ARTICLE V - REGISTERED OFFICE AND AGENT

The street address of the initial principal and registered office of the corporation is:

14230 Kendale Lakes Blvd.  
Miami, FL 33183

and the name of its initial registered agent is:

Antonio Garcia-Crows

ARTICLE VI - DIRECTOR

Name

Address

Carmen Perez

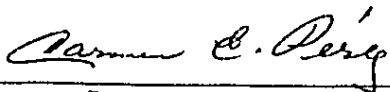
14230 Kendale Lakes Blvd.  
Miami, FL 33183

ARTICLE VII - INCORPORATOR

The name and address of the incorporator is:

Carmen Perez

Executed by the undersigned at Altamonte Springs, Florida, on  
December 7, 1995.



Carmen Perez  
Incorporator

CERTIFICATE DESIGNATING THE ADDRESS AND  
AN AGENT UPON WHOM PROCESS MAY BE SERVED

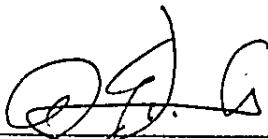
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96 JAN 16 PM 1:17  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

WITNESSETH:

That CARMEN PEREZ, desiring to organize under the laws of the State of Florida, which will have its principal office in the County of Dade, State of Florida, has appointed ANTONIO GARCIA-CREWS as its agent to accept service of process within the state.

ACKNOWLEDGEMENT:

Having been named by the first Director of STARS' ANGELS, Inc. to accept service of process for the above stated corporation, at the place designated in this certificate, I hereby agree to act in the capacity of Registered Agent for said corporation, and agree to comply with the applicable provision of the Florida Statutes, this 7th day of December, 1995.



Antonio Garcia-Crews  
435 Douglas Ave., Suite 1505-B  
Altamonte Springs, FL 32714