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TO: DIVISION OF CORPORATIONS
DEPARTMENT OF STATE
STATE OF FLORIDA
409 EAST GAINES STREET
TALLAHASSEE, FL 32399
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FROM: EMPIRE CORPORATE KIT COMPANY
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DOCUMENT TYPE: FLORIDA PROFIT CORPORATION OR P.A.
NAME: FINS AND FEATHERS, INC.
FAX AUDIT NUMBER: H96000008527
DATE REQUESTED: 05/08/1998
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DIVISION OF CORPORATIONS

ARTICLES OF INCORPORATION

(PRINT [capital] letters in black ink) or type)

ARTICLE I - CORPORATE NAME:

The name of the Corporation shall be:

FINN AND FEATHERS, INC.

ARTICLE II - CORPORATE POWERS:

The Corporation is organized for the purpose of transacting any and all business, for which a corporation may be organized in the State of Florida.

(Profession, if a P.A.: _____)

ARTICLE III - CAPITAL STOCK:

The authorized capital stock of the Corporation shall be 5,000 shares of common stock, with a par value of \$1 per share. The Corporation plans to initially issue 250 shares, reserving the balance for subsequent issuance.

ARTICLE IV - INCORPORATOR/DIRECTOR/REGISTERED AGENT/ADDRESS /PRINCIPAL ADDRESS:

IN WITNESS WHEREOF, this is to certify that the undersigned incorporator, who shall also serve as initial director and registered agent, hereby makes, subscribes, acknowledges and files these Articles of Incorporation, in order to form a corporation under the laws of the State of Florida, and hereby accepts designation as registered agent.

NAME

ADDRESS

Sandra Ann Davis
(Signature)

4621 SE BOATYARD DR
(STREET address)

SANDRA ANN DAVIS
(Name)

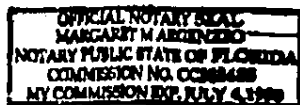
STUART FL 34997
(City, State, Zip)

PREPARED BY: MARTIN R. RAPPAPOORT CPA PA
4300 N UNIVERSITY DR STE B-102
LAUDERHILL FL 33351 (954) 572-6006

STATE OF FLORIDA]

COUNTY OF MARTIN]

SWORN TO AND SUBSCRIBED before me, this 8 day of May,
1996.



Margaret M. Martinez
FLORIDA NOTARY PUBLIC

Martin R. Rappaport, CPA
4300 N. University Dr.
Lauderhill, FL 33351

(954) 572-6006

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CERTIFICATE DESIGNATING (OR CHANGING) PLACE OF BUSINESS OR
DOMICILE FOR THE SERVICE OF PROCESS WITHIN THIS STATE, NAMING
AGENT UPON WHOM PROCESS MAY BE SERVED.

In pursuance of Chapter 607.34 Florida Statutes, the
following is submitted, in compliance with said Act:

First-That Fine And Feathers, Inc. desiring to organize
under the laws of the State of Florida with its principal office,
as indicated in the articles of incorporation at City of Stuart,
County of Martin State of Florida has named Sandra Ann Davis
located at 4621 SE Montyard Dr., City of Stuart, County of Palm
Beach, State of Florida, as its agent to accept service of
process within.

ACKNOWLEDGEMENT: (MUST BE SIGNED BY DESIGNATED AGENT)

Having been named to accept service of process for the above
stated corporation, at place designated in this certificate, I
hereby accept to act in this capacity, and agree to comply with
the provision of said Act relative to keeping open said office.

By:

Sandra Ann Davis

Signature
Registered Agent

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