

P96000046850

THE ORIGINAL DIRT BAGS, INC.

8716 S.W. 129TH STREET

MIAMI, FLORIDA 33176

May 17, 1996

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****122.50 ****122.50

State of Florida
Division of Corporations
P.O.Box 6327
Tallahassee, Fl. 32314

Gentlemen:

Enclosed are the following regarding the incorporation of
THE ORIGINAL DIRT BAGS, INC.

1. Articles of Incorporation
2. Check for \$122.50

Please notify me if there are any problems.

Very truly yours,

Victor Strilchuk
VICTOR STRILCHUK

SECTION 601
TALLAHASSEE, FLORIDA

96 MAY 28 AM 9:12

FILED

GB 6/4/96

ARTICLES OF INCORPORATION
OF
THE ORIGINAL DIRT BAGS, INC.

96 MAY 20 AM 8:22

The undersigned subscriber to these Articles of Incorporation, a natural person competent to contract hereby forms a corporation under the laws of the State of Florida.

ARTICLE I.

NAME.

The name of this corporation is

THE ORIGINAL DIRT BAGS, INC.

The principal place of business of this corporation shall be 8716 S.W. 129TH Street, Miami, Florida 33176.

ARTICLE II.

NATURE OF BUSINESS.

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

ARTICLE III.

CAPITAL STOCK.

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is ONE HUNDRED (100)--shares of common stock having a One Dollar (\$1.00) par value.

Every original incorporating stockholder upon the sale for cash, property or services or new shares or shares authorized but unissued, shall have the right to purchase his pro-rata share thereof at the price at which it is offered to others, which price, in case of par value shares may be in excess of par.

The transfer of shares may be restricted as provided for in the By-Laws as adopted by stockholders or by other agreement between the parties thereto.

ARTICLE IV.

TIME OF EXISTENCE.

This Corporation is to exist perpetually and shall commence as of the date of filing of these Articles with the Secretary of State.

ARTICLE V.

INITIAL REGISTERED OFFICE
AND AGENT.

The Street Address of the Initial Registered office of this corporation is 8716 S.W. 129th Street, Miami, Florida 33176, and the name of the Initial Registered Agent of this corporation at that address is VICTOR STRILCHUK.

ARTICLE VI.

INITIAL BOARD OF DIRECTORS.

This corporation shall have (2) directors initially. The number of directors may be either increased or diminished from time to time by the bylaws but shall never be less than one. The names and addresses of the initial director of this corporation are:

VICTOR STRILCHUK
8716 S.W. 129TH STREET
MIAMI, FLORIDA 33176

LINDGREN LEFTWICH
8716 S.W. 129TH STREET
MIAMI, FLORIDA 33176

ARTICLE VII.

INCORPORATOR.

The name and address of the person signing these articles is:

VICTOR STRILCHUK
8716 S.W. 129TH STREET
MIAMI, FLORIDA 33176

ARTICLE VIII.

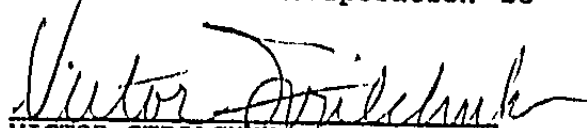
BYLAWS.

The power to adopt, alter, amend or repeal bylaws shall be vested in the Board of Directors and the shareholders.

ARTICLES IX.

AMENDMENTS.

These Articles of Incorporation may be amended in the manner provided by law. Every amendment shall be approved by the Board of Directors, proposed by them to the Stockholders, and approved at a stockholders' meeting, unless all the Directors and all the stockholders sign a written statement manifesting their intention that certain amendments of these Articles of Incorporation be made.


VICTOR STRILCHUK

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

THE ORIGINAL DIRT BAGS, INC.

In pursuant of Chapter 48.091, Florida Statutes, the
following is submitted, in compliance with said Act:

First-That THE ORIGINAL DIRT BAGS, 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 Miami, County of Dade, Florida and has named

VICTOR STRILCHUK

located at

8716 S.W. 129TH STREET

(Street address and number of building,
Post Office Box address not acceptable)

City of Miami, County of Dade and State of Florida its agent to
accept service of process within this state.

ACKNOWLEDGMENT: (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: _____

(Registered Agent)
VICTOR STRILCHUK

56 MAY 28 AM 9:22
TALLAHASSEE, FLORIDA