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TO: DIVISION OF CORPORATIONS

FAX #: (904)922-4001

FROM: EMPIRE CORPORATE KIT COMPANY
CONTACT: RAY STORMONT
PHONE: (305)541-3694

ACCT#: 072450003255

FAX #: (305)541-3770

NAME: AMETHYST 13, INC.
AUDIT NUMBER.....H96000016964
DOC TYPE.....FLORIDA PROFIT CORPORATION OR P.A.
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FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

December 4, 1996

EMPIRE

SUBJECT: AMETHYST 13, INC.
REF: W96000025339

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Pamela Hall
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November 27, 1996

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

RE: Incorporation Documents

Dear Sir:

Enclosed for filing is an executed copy of the Articles of Incorporation and an executed copy of the registered agent's written acceptance of his appointment as registered agent Amethyst 13, Inc.

Please forward to me a copy of the documents showing the appropriate "Filed" and the time, day, month and year.

Very truly yours,

Barbara Israel
Barbara Israel

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ARTICLES OF INCORPORATION OF
Amethyst 13, Inc.

The undersigned subscribes to these Articles of Incorporation, natural person, competent to contract, does hereby form a corporation for profit under the laws of the State of Florida. Corporate existence shall begin upon acceptance of these Articles. This corporation is to be a Small Business Corporation as defined in Section 1244 Subdivision (c)(2) of the Internal Revenue Code.

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ARTICLE I. Name. The name of the corporation is
Amethyst 13, Inc.

ARTICLE II. Term of Existence. This corporation shall have perpetual existence.

ARTICLE III. Nature of Business. This corporation may engage in any activity or business permitted under the laws of the United States and of this State.

ARTICLE IV. Capital Stock. This corporation is authorized to issue 1000 shares with \$1.00 par value.

ARTICLE V. Voting Rights. Except as otherwise provided by law, the entire voting power for the election of Directors and for all other purposes shall be vested exclusively in the holders of the outstanding common shares.

ARTICLE VI. Preemptive Rights. Every shareholder upon the sale for cash of any new stock of this corporation of the same kind, class or series as that which he already holds, shall have the right to purchase his pro-rate share thereof (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

Prepared By: David Hernandez
210 University Dr. #502
Coral Springs, FL 33071
954-346-7288

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street address of the initial registered office of this corporation is: 1802-102 N. UNIVERSITY DR. STE.#148 PLANTATION FL, 33322 and the name of the initial registered agent of this corporation at that address is Barbara Israel.

ARTICLE VIII. Initial Board of Directors. The corporation shall have 1 Director(s) initially. The number of Directors may be either increased or diminished from time to time by the by-laws but never be less than one. The name and address of the initial Directors of this corporation is:

Barbara Israel
1802-102 N. UNIVERSITY DR. STE.# 148
Plantation, FL 33322

ARTICLE IX. Officers. The initial officers of the corporation will be: Barbara Israel, President, Treasurer and Secretary.

ARTICLE X. Incorporator. The person signing these Articles of Incorporation has the following name and address:

Barbara Israel
1802-102 N. UNIVERSITY DR. STE.# 148
Plantation, FL 33322

ARTICLE XI. By-Laws. The power to adopt, alter, amend or re-peal by-laws shall be vested in the Board of Directors and the shareholders.

ARTICLE XII. Amendment. The corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment thereto, and any right conferred upon the shareholders is subject to this reservation.

ARTICLE XIII. The Street address of the Principal place of business is: 1802-102 N. UNIVERSITY DR. STE.# 148 PLANTATION FL 33322

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CONSENT TO APPOINTMENT AS REGISTERED AGENT

TO: Secretary of State State of Florida Division of
Corporations Department of State Tallahassee, FL 32304

I, Barbara Israel, do hereby consent to serve as
registered agent for the Corporation, Amethyst 13, Inc.
this day of 27th day of November, 1996.

Y. Barbara Israel
Barbara Israel

Address of registered agent:

1802-102 N. UNIVERSITY DR. STE.# 148
Plantation, FL 33322

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TALLAHASSEE, FLORIDA

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executed these Articles of Incorporation this 27th day of
November, 1996.

X Barbara Israel (SEAL)

STATE OF FLORIDA
COUNTY OF BROWARD

BEFORE ME, the undersigned authority, personally
appeared, BARBARA ISRAEL, known to be and known by
me to be the person who executed the foregoing Articles
of Incorporation and he acknowledged before me that he
executed the same for the use and purposes therein expressed.

WITNESS my hand and official seal this 27th day of
November, 1996.

NOTARY PUBLIC

My Commission Expires: _____

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