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O: DIVISION OF CORPORATIONS	FAX #: (850)922-4001
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ARTICLES OF INCORPORATION OF

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Galaxy Plus, Inc.

The undersigned subscribers to these Articles of Incorporation, each a natural person competent to contract, hereby associate themselves together to form a corporation under the laws of the State of Florida.

ARTICLE I. NAME

The name of this corporation is Galaxy Plus, Inc.

ARTICLE II. NATURE OF BUSINUSS

The corporation may engage in any activity or business which is $\frac{2}{N}$ Normalities under the laws of the United States and of the State of N Florida.

ARTICLE III. CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any time is one thousand shares of common stock with one dollar par value per share. The consideration to be paid for each share shall be fixed by the Board of Directors. The stock so issued shall be fully paid and non-assessable.

ARTICLE IV. INITIAL CAPITAL

The smount of capital with which this corporation will begin business is \$100.00

ARTICLE V. TERM OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE VI. PRINCIPAL OFFICE

The initial street address of the principal office of this corporation in the State of Florida is

501 NE 13th Street, Pt. Lauderdale, FL. 33304

The Board of Directors may, from time to time, move the principal office to any other address within the State of Florida.

PREPARED BY: R. Golubski, CPA 1001 W. Cypress Creek Rd. Ste.410 Ft. Lauderdale, FL. 33309-1951 Telephone (305) 491-8030 H97000011065

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ARTICLE VII. DIRECTORS

directors. This corporation shall have not less than one

ARTICLE VIII. INITIAL DIRECTORS

The names, titles and addresses of the first Board of Directors are:

NAME	TITLE	ADDRESS
Clavens Pierre Louis	Pres/Dir	501 NE 13th St. Ft. Lauderdale, FL. 33304

These Officers shall hold office for the first year of existence of this Corporation or until their successors are elected or appointed and have qualified.

ARTICLE IX. SUBSCRIBERS

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The names and addresses of each subscriber to these Articles of Incorporation are:

NAME	ADDRESS	<u>SHARES</u>
Clavens Pierre Louis	501 NE 13th Street Ft. LauderGale, FL. 33304	100 shares

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ARTICLE X. INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial Registered Office of this Corporation is 501 NE 13th Street, Ft. Lauderdale, FL. 33304

and the name of the intial Registered Agent of this Corporation is Clavens Pierre Louis

ARTICLE XI. AMENDMENTS

These Articles of Incorporation may be amended in the manner provided by law. Every Amendmant shall be approved by the Board of Directors, proposed by them to the Shockholders, and approved at a Stockholders' meeting by a majority of the Stockholders entitled to vote thereon.

ARTICLE XII. INSPECTION OF BOOKS AND RECORDS

The Board of Directors, from time to time, shall determine whether and to what extent and what time and place, and under what conditions and regulations, the accounts and books of the Corporation, or any other records of the Corporation, shall be open to inspection by the Stockholders, and no Stockholder shall have the right to inspect any account or document of the Corporation except as permitted by Statute, or Board of Directors, or by resolution of the Stockholders.

IN WITNESS WHEREOF, the undersigned have made and subscribed to these Articles of Incorporation, at Broward County, Florida, this 13th day of June 1997 for the uses and purposes aforesaid.

Clavens Pierre Louis	<u>رت</u>)
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(SEAL)

(SEAL)

STATE OF FLORIDA COUNTY OF BROWARD

The foregoing was (χ) sworn to and Subscribed <u>OR</u> () Acknowledged before me this <u>IJTH</u> day of <u>JUAE</u>, 19<u>97</u> by <u>Clavens Pierre Louis</u> who is () personally known to me <u>OR</u> (χ) who produced <u>F40RIDED</u> D/Las identification.

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R. Golubski, Notary Public

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

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

FIRST, that Galaxy Plus, Inc. desiring to organize under the laws of Florida, with its principal office, as indicated in the Articles of Incorporation, at the City of Ft. Lauderdale, Florida, hereby designates Clavens Pierre Louis as its agent to accept service of process within this State.

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

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