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TO: DIVISION OF CORPORATIONS

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NAME: PALS & GALS, INC.

AUDIT NUMBER.....H97000012775

DOC TYPE.....FLORIDA PROFIT CORPORATION OR P.A.

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ARTICLES OF INCORPORATION  
OF  
PALS & GALS, INC.

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

The undersigned subscribers to these Articles of Incorporation, natural persons competent to contract, hereby form a corporation under the State of Florida.

ARTICLE I

The name of the corporation is PALS & GALS, INC.

ARTICLE II  
DURATION AND BEGINNING OF CORPORATE EXISTENCE

The corporation shall exist perpetually. The Corporate existence shall commence as of filing of the Articles of Incorporation.

ARTICLE III

The corporation is organized for the purpose of transacting any and all lawful business.

ARTICLE IV  
CAPITAL STOCK

The corporation is organized to have outstanding one class of stock designated as common stock. The maximum number of shares of common stock which the corporation is authorized to have outstanding is 100 shares of common stock at \$1.00 par value per share. Holders of common stock are entitled to vote on all questions required by law on the basis of one vote per share and there shall be no cumulative voting. Holders of common stock shall not have preemptive rights to subscribe to the corporation's securities.

PREPARED by COLIN ROBINSON  
ROBINSON & COMPANY  
17645 NW 27TH AVE, MIAMI, FL 33056  
PHONE: (305) 621-7555/6579

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**ARTICLE V**

The name of the initial registered agent of this corporation is LALA RUTH BARNES state address of the initial registered office of the corporation in the State of Florida is 2275 SW 44TH STREET, FT. LAUDERDALE, FLORIDA 33312.

**ARTICLE VI  
INITIAL BOARD OF DIRECTORS**

The corporation shall have two (2) initial directors. The number of directors may be increased or decreased from time to time in the manner provided in the bylaws of the corporation. The name and street address of the initial Directors are:

LALA RUTH BARNES

2275 SW 44TH STREET  
FT. LAUDERDALE, FL 33312

PATRICK SMILEY

2275 SW 44TH STREET  
FT. LAUDERDALE, FL 33312

**ARTICLE VII  
INCORPORATION**

The name and address of the incorporator of these articles of Incorporation is LALA RUTH BARNES, 2275 SW 44TH STREET, FT. LAUDERDALE, FLORIDA 33312.

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ARTICLE VIII  
BYLAWS

The name and address of the incorporator of these articles of Incorporation is LALA RUTH BARNES of 2275 SW 44TH STREET, FT. LAUDERDALE, FLORIDA 33312.

ARTICLE IX  
INDEMNIFICATION

The corporation shall indemnify to the full extent permitted by law, the incorporator, any officer, director, employee, or agent of the corporation, or any person who at the request of the corporation is or was serving as a director, officer, employee, or agent of another corporation partnership, joint venture, trust or other enterprise.

ARTICLE X  
AMENDMENT

This corporation reserves the right to amend or repeal any prior provisions contained in these Articles of Incorporation or any amendment thereto.

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation, the 21 day of May 1997.

Lala R Barnes  
LALA RUTH BARNES

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STATE OF FLORIDA )  
COUNTY OF BROWARD )

BEFORE ME, a Notary Public authorized to take acknowledgement in the State and County set forth above, personally appeared LALA RUTH BARNES known to me and known by me to be the person who executed the foregoing Article of Incorporation, and he acknowledged before me that he executed these Article of Incorporation.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my Official Seal in the State and County aforesaid, this 21 day of May 1997.



"OFFICIAL SEAL"  
Colin O. Robinson  
My Commission Expires 2/5/98  
Commission #CO 405089

Colin O. Robinson  
NOTARY PUBLIC  
State of Florida at Large

My Commission Expires:

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**CERTIFICATE DESIGNATING REGISTERED AGENT AND  
PLACE OF BUSINESS OR DOMICILE FOR THE SERVICE OF PROCESS WITHIN  
FLORIDA, AND ACCEPTANCE OF AGENT UPON WHOM PROCESS MAY BE SERVED**

In compliance with Sections 48.091 and 507.034, Florida Statutes  
the following is submitted:

FIRST that PALS & GALS, INC. desiring to organize or qualify  
under the laws of the State of Florida with its principal place of  
business at 2275 SW 44TH STREET, FT. LAUDERDALE, FLORIDA 33312 has  
named LALA RUTH BARNES, 2275 SW 44TH STREET, FT. LAUDERDALE,  
FLORIDA 33312, as its agent to accept service of process within  
Florida.

**ACKNOWLEDGEMENT**

Having been named to accept service of process for the above stated  
corporation, at place designated in this Certificate, I hereby am  
familiar with and accept the duties and responsibilities as  
registered agent for said corporation.

Dated this 21 day of May, 1997.

BY:

Lala Ruth Barnes  
LALA RUTH BARNES  
Registered Agent

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