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Daniel J. Weinberg, P.A.

Daniel J. Weinberg  
Certified Public Accountant

MEMBER:

American Institute of CPA's  
New York State Society of CPA's  
Florida Institute of CPA's

August 5, 1997

Department of State  
Division of Corporations  
P.O. Box 6327  
Tallahassee, FL 32314

800002262338--5  
-08/08/97--01133--017  
\*\*\*\*\*70.00 \*\*\*\*\*70.00

SUBJECT: Regell Enterprises, Inc.  
(Proposed corporate name)

To Whom It May Concern:

Enclosed please find original Articles of Incorporation together with one (1) copy along with a check in the amount of \$70.00 to cover the filing fees for the abovementioned corporation.

Please send acknowledgment receipt to:

Regina R. Schroepfer  
Regell Enterprises, Inc.

c/o DANIEL J. WEINBERG, P.A.  
1761 W. Hillsboro Blvd., Suite 205  
Deerfield Beach, FL 33442

Very truly yours,



Eve Leslie Weinberg  
Vice President/Administrative Manager

FILED OF STATE  
SECRETARY OF CORPORATIONS  
DIVISION OF CORPORATIONS  
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ELW/jw

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WS

*Articles of Incorporation*  
*of*

**Regell Enterprises, Inc.**

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SECRETARY OF CORPORATIONS  
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The undersigned incorporator(s) for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopt(s) the following Articles of Incorporation.

**ARTICLE I - NAME**

The name of the corporation shall be:

Regell Enterprises, Inc.

**ARTICLE II - PRINCIPAL OFFICE**

The principal place of business and mailing address of this corporation shall be:

8560 Sherman Circle North, #206  
Miramar, FL 33025

**ARTICLE III - CAPITAL STOCK**

The number of shares of stock that this corporation is authorized to have outstanding at any one time is: ONE THOUSAND (1,000) SHARES AT TEN CENTS (\$.10) EACH

**ARTICLE IV - INITIAL REGISTERED AGENT AND ADDRESS**

The name and address of the initial registered agent is:

Regina R. Schroepfer  
8560 Sherman Circle North, #206  
Miramar, FL 33025

**ARTICLE V - INCORPORATOR(S)**

The name(s) and street address(es) of the incorporator(s) to these Articles of Incorporation:

Regina R. Schroepfer  
8560 Sherman Circle North, #206  
Miramar, FL 33025

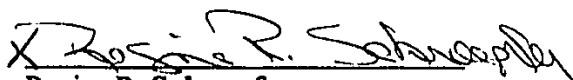
Ella Jakobi  
8560 Sherman Circle North, #206  
Miramar, FL 33025

**ARTICLE VI - PURPOSES**

Business Purpose: To provide sales and consulting services to businesses and to the general public.

**THE UNDERSIGNED**, has(have) executed these Articles of Incorporation this

5th day of August, 1997.

X   
Regina R. Schroepfer

**CERTIFICATE OF DESIGNATION**  
**REGISTERED AGENT/REGISTERED OFFICE**

Pursuant to the provisions of section 607.0501, Florida Statutes, the undersigned corporation, organized under the laws of the State of Florida, submits the following statement in designating the registered office/registered agent, in the State of Florida.

1. The name of the Corporation is:

Regell Enterprises, Inc.

The registered agent and office is:

Regina R. Schroepfer  
8560 Sherman Circle North, #206  
Miramar, FL 33025

X Regina R. Schroepfer  
Regina R. Schroepfer

X 5 Aug 97  
Date

**CERTIFICATE OF DESIGNATION**  
**REGISTERED AGENT/REGISTERED OFFICE**

HAVING BEEN NAMED AS REGISTERED AGENT AND TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY ACCEPT THE APPOINTMENT AS REGISTERED AGENT AND AGREE TO ACT IN THIS CAPACITY. I FURTHER AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATING TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES, AND I AM FAMILIAR WITH AND ACCEPT THE OBLIGATIONS OF MY POSITIONS AS REGISTERED AGENT.

X Regina R. Schroepfer  
Regina R. Schroepfer

X 5 Aug 97  
Date

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SECRETARY OF CORPORATIONS  
DIVISION OF CORPORATIONS  
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X Regina R. Schroepfer  
Regina R. Schroepfer

X 5 Aug 97  
Date

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