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407 LINCOLN ROAD, SUITE 21
MIAMI BEACH, FLORIDA 33139
TEL:305/673-0167
FAX:305/673-0169

SAUL CIMBLER
LAW OFFICE

October 2, 1997

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

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-10/17/97--01083--018
****122.50 ****122.50

RE: **Floaters Delights, Inc.**

Dear Sir or Madam:

Attached is my check in the amount of \$122.50 representing the filing fee for the incorporation of the captioned corporation. I am also enclosing the original and one copy of the articles of incorporation and request that when accepted for filing, that they be returned to me in the enclosed, pre-paid and pre-addressed United States Express Mail Envelope.

Please do not hesitate to contact me if you have any questions.

Sincerely,

Saul Cimbler, Esq.
SC/sc
cc: Mr. Dean Pantan

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FILED
97 OCT 15 PM 1:32
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

B. McKnight OCT 15 1997

ARTICLES OF INCORPORATION

OF

FLOATERS DELIGHT, INC

FILED
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

I, the undersigned, being of legal age and a natural person, do hereby acknowledge and file the following Articles of Incorporation for the purpose of creating a corporation under the laws of the State of Florida

Article I

The name and initial address of this corporation shall be **FLOATERS DELIGHT, INC.**, whose address shall be 407 Lincoln Road, Ste. 2L, Miami Beach, FL 33139

Article II

This corporation may engage in any activity or business permitted under the laws of the State of Florida

Article III

The capital stock authorized, the par value thereof and the characteristics of such stock shall be as follows:

Number of Shares <u>Authorized</u>	Par Value <u>Per Share</u>	Class of <u>Stock</u>
One thousand	\$.001	Common

All of said stock shall be payable in cash, property, real or personal, labor or services in lieu of cash at a valuation to be fixed by the Board of Directors of this corporations

Upon the sale for cash or any new stock of the same kind, class or series as that which he already holds, every stockholder of this corporation shall have the pre-emptive right to purchase his pro-rata share thereof at the price at which it is offered to others, whether or not in excess of par. Fractional shares need not be issued on account of this provision

Article IV

This corporation shall commence its existence immediately upon the filing of these articles of incorporation and shall exist perpetually thereafter unless sooner dissolved according to law

Article V

The initial registered offices of this corporation shall be at 407 Lincoln Road, Ste. 2L, Miami Beach, FL 33139. The initial registered agent at that address shall be Saul Cimbler

Article VI

This Corporation shall have at least one (1) director with the exact number to be specified by the stockholders from time to time

Article VII

It is the intention of the incorporator that the corporation shall qualify under Section 1244 of the Internal Revenue Code.

Article VIII

The name and address of the incorporator is Saul Cimbler, 407 Lincoln Road, Ste. 2L., Miami Beach, FL 33139.

Article XIX

This corporation shall indemnify and insure its officers and directors to the fullest extent permitted by law either now or hereafter.

IN WITNESS WHEREOF, the undersigned being the incorporator hereinabove named, for the purpose of forming a corporation to do business within and without the state of Florida under the laws of the State of Florida, makes and file these Articles of Incorporation, hereby declaring and certifying that these daces herein are true and correct and hereunto set my hand and seal this 01 day of October, 1997.



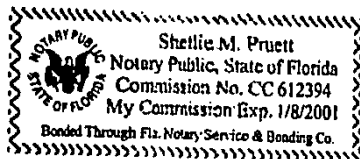
SAUL CIMBLER, INCORPORATOR

STATE OF FLORIDA)

)ss:

COUNTY OF DADE)

The foregoing instrument was acknowledged to me before this 2nd day of October, 1997 by Saul Cimbler who is personally known to me or who has produced a Florida Drivers License as identification and who did take the oath.



My Commission Expires:

1-8-2001

Shellie M. Pruett
Notary Public, State of Florida
At Large

Shellie M. Pruett
(Print Notary Name)

Commission No. CC 612394

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

In compliance with the laws of the State of Florida, the following is submitted:

First, That Floaters Delight, Inc. Incorporated under the laws of the State of Florida, has named Saul Cimbler, as its statutory registered agent.

Having named a statutory agent, of the above corporation at the place designated in this certificate, I hereby accept the same and agree to act in this capacity and agree to comply with the provisions of Florida law relative to keeping the registered office open.

Saul Cimbler, Registered Agent

Dated 02 day of October, 1997.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA