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CONTACT PERSON: Kim Clemons

OCT 3 1 1997

EXAMINER'S INITIALS:

TRANSMITTAL LETTER

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

Morth Star Concepts, In C (Proposed corporate name - must include suffix)					
07					

ARTICLES OF INCORPORATION

ILED 970CT31 AM 9:50

The undersigned incorporator, for the purpose of forming a corporation under the Florida LLA HASSEE, FLORIDA

NAME ARTICLE I

The name of the corporation shall be:

NorthStar Concepts Inc.

PRINCIPAL OFFICE

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

1275 SW 46th AVENUE, #1715 Pompono Beach, FL 33069

ARTICLE III SHARES

The number of shares of stock that this corporation is authorized to have outstanding at any one time is:

1060 shares - (#1/share)

INITIAL REGISTERED AGENT AND STREET ADDRESS

The name and Florida street address of the initial registered agent are:

Kim A. Salerno - 1275 SW 464h Avenue, #1715 Pompano Black, FL 33069

INCORPORATOR

The name and address of the incorporator to these Articles of Incorporation are:

Kim A. Salerno - 1275 SW 46th Avenue, #1715 PAMPano Beach, FL 33669

October 24, 1997

(An additional article must be added if an effective date is requested.)

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 position as registered agent

Signature/Registered Agent

October 28, 1997

Certificate of Designation of 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: North Star Concepts, Inc.
2. The name and address of the registered agent and office is:
Kim A. Jalerno (Name)
(P.O. Box or Mail Drop Box NOT Acceptable)
Hompano Beach, FZ 33069 (City/State/Zip)
(P.O. Box or Mail Drop Box NOT Acceptable) Physicano Beach, FL 33069

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 position as registered agent.

Min G. Julleuro
(Signature)

Juleurs October 28, 1997 (Date)

DIVISION OF CORPORATIONS, P.O. BOX 6327, TALLAHASSEE, FL 32314