

P9 8000018698  
ALAYON & ASSOCIATES, P.A.  
ATTORNEYS AND COUNSELORS AT LAW  
A PROFESSIONAL ASSOCIATION

RICHARD ALAN ALAYON (N.Y., FL. & T.C.)  
IVETTE HALPHEN LEON (FL. & FED)

OF COUNSEL:  
EDWARD W. LEVINE

2450 S.W. 137TH AVENUE  
SUITE 226  
MIAMI, FLORIDA 33175  
TEL: (305) 221-2110  
FAX: (305) 221-5321

February 25, 1998

Ms. Gretchen Harvey  
State of Florida, Division of Corporations  
Registration Section  
409 East Gaines Street  
Tallahassee, Florida 32399

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
98 FEB 26 AM 10:47

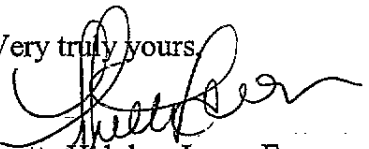
**Re: ECLECTIC CONCEPTS, INC.**

Dear Ms. Harvey:

Enclosed please find the Articles of Incorporation of ECLECTIC CONCEPTS, INC. Please process these papers as quickly as possible.

We have also enclosed a check in the amount of \$122.50 cover the cost of same. Should you require any further information, please do not hesitate to contact our offices.

Very truly yours,

  
Ivette Halphen Leon, Esq.

:IHL

Enclosure

500002444235--7  
-03/02/98--01001--029  
\*\*\*\*122.50 \*\*\*\*122.50

cf 2/26/98

**ARTICLES OF INCORPORATION**  
**OF**  
**ECLECTIC CONCEPTS, INC.**

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
98 FEB 26 AM 10:47

The undersigned Incorporators sign the following Articles of Incorporation for the purpose of forming a corporation under the laws of the State of Florida.

**ARTICLE I**  
**CORPORATE NAME**

The name of the corporation shall be:

ECLECTIC CONCEPTS, INC.

**ARTICLE II**  
**TERM OF EXISTENCE**

The existence of the corporation shall commence upon the filing of these Articles of Incorporation by the Department of State and shall be perpetual.

**ARTICLE III**  
**NATURE OF BUSINESS AND POWERS**

The corporation may engage in any and all businesses and activities permitted by the laws of the State of Florida. The corporation shall have all of the powers vested in a corporation organized under and existing by virtue of such laws.

**ARTICLE IV**  
**CAPITAL STOCK**

Section 1. The maximum number of stock that this corporation is authorized to have outstanding at any time is 10,000 shares of common stock, divided into two classes, the designation and par values of each such class being, as follows:

- A) 1,000 shares of Class A Common Capital Stock, having \$.01 par value; and

*Document Prepared By:*  
*Ivette Halphen Leon, Esq.*  
*Florida Bar No.: 981834*  
*Alayon & Associates, P.A.*  
*2450 S.W. 137th Avenue, Suite 226*  
*Miami, Florida 33175*  
*(305) 221-2110*

B) 9,000 shares of Class B Common, Non-Voting Capital Stock, having \$.01 par value.

Section 2. All of said shares of both classes shall have equal preferences, limitations and relative rights, except that the Class B Non-Voting Capital Stock shall have no voting rights whatsoever, either individually or as a class.

**ARTICLE V**  
**REGISTERED AGENT AND INITIAL REGISTERED OFFICE**

The initial registered agent and street address of the initial registered office of the corporation shall be:

A&P REGISTERED AGENT, INC.  
2450 S.W. 137th Avenue  
Suite 226  
Miami, Florida 33175

**ARTICLE VI**  
**MAILING ADDRESS OF THE CORPORATION**

The mailing address of the Corporation is the principal office of the Corporation as of the date of execution of these Articles, and is:

c/o A&P Registered Agent, Inc.  
2450 S.W. 137<sup>th</sup> Avenue  
Suite 226  
Miami, Florida 33175

**ARTICLE VII**  
**BOARD OF DIRECTORS**

This corporation shall have one director(s) initially. The name and address of the initial director(s) of the corporation, who shall hold office until their successor is elected and qualified or until his earlier resignation or removal from office is:

**AURELIO RODRIGUEZ**  
10730 N.W. 25<sup>th</sup> Street  
Miami, Florida 33172

The number of directors may be increased or decreased from time to time pursuant to the bylaws of the corporation, but shall never be less than one.

**ARTICLE VIII**  
**INCORPORATOR**

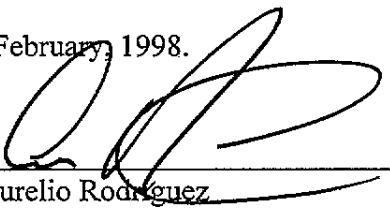
The name and address of the incorporator of the corporation is:

**AURELIO RODRIGUEZ**  
10730 N.W. 25<sup>th</sup> Street  
Miami, Florida 33172

**ARTICLE XI**  
**AMENDMENT**

These Articles of Incorporation may be amended in the manner provided by law. Every amendment shall be approved by the Board of Directors, proposed by them to the stockholders, and approved at a stockholders' meeting by at least a majority of the stock entitled to vote thereon, unless all of the directors and all of the stockholders sign a written statement manifesting their intention that a certain amendment of these Articles of Incorporation be made.

**IN WITNESS WHEREOF**, the undersigned, as the Incorporators, have executed the foregoing Articles of Incorporation this 25 day of February, 1998.

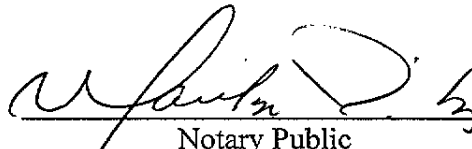
  
Aurelio Rodriguez  
Incorporator

STATE OF FLORIDA       )  
                                  ) SS:  
COUNTY OF DADE       )

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
98 FEB 26 AM 10:47

BEFORE ME, a Notary Public, personally appeared Aurelio Rodriguez to me known to be the person described as Incorporator and who executed the foregoing Articles of Incorporation, and he acknowledged before me that he subscribed to these Articles of Incorporation for the purposes therein expressed.

WITNESS my hand and official seal at Miami, Dade County, Florida, this 28 day of February, 1998.

  
Notary Public  
State of Florida at Large

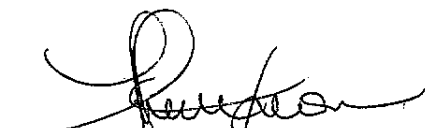
My Commission Expires: .....



**ACCEPTANCE BY REGISTERED AGENT**

Having been appointed the registered agent of ECLECTIC CONCEPTS, INC. the undersigned accepts such appointment, agrees to act in such capacity and accepts the obligations imposed by Florida Statutes Section 607.325.

Dated this 28 day of February, 1998.

  
Ivette Halphen Leon, Esq., President  
A&P Registered Agent, Inc.