

P98000023417

Transmittal Letter

**Department Of State
Division Of Corporations**

P.O. Box 6327

Tallahassee, Florida 32314

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-03/11/98-01069-002
****122.50 ****122.50

Subject: SLIP, CRASH AND FALL, INC.

**Enclosed is an original and one (1) copy of the
Articles Of Incorporation and a check for: \$122.50 for
filing fee and certified copy.**

**From: DAHLIA CANES
5701 BISCAYNE BLVD.
SUITE 601
MIAMI, FLORIDA, 33137.
(305) 323-3960.**

FILED
98 MAR 11 AM 8:51
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Dmc
3/12/98

**ARTICLES OF INCORPORATION
OF
SLIP, CRASH AND FALL, INC.**

FILED

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned, for the purpose of forming a corporation hereby adopts the following Articles of Incorporation.

**ARTICLE I
(NAME)**

The name of the corporation is SLIP, CRASH AND FALL, INC.

**ARTICLE II
(Duration)**

The duration of this corporation is perpetual.

**ARTICLE III
(Purpose)**

The general purpose for which this corporation is organized is to engage in the operation of INDEPENDENT CONTRACTING.

**ARTICLE IV
(Initial registered office, registered agent, principal office and mailing address)**

The street address of the initial registered office of this corporation is Slip, Crash and Fall, Inc., 5701 Biscayne Blvd., Suite 601, Miami, Florida 33137, and the name of the initial registered agent of this corporation at that address is Dahlia Canes. The principal office and mailing address of the corporation is 5701 Biscayne Blvd, Suite 601, Miami, Florida 33137.

**ARTICLE V
(Capital Stock)**

This corporation is authorized to issue 500 shares of common stock with a par value of \$ 1.00 per share.

ARTICLE VI
(Initial Board of Directors)

This corporation shall have one Director initially. The number of Directors may be either increased or diminished from time to time by a majority of the shareholders present in person or by proxy at any annual or special meeting of the shareholders but shall never be more than (3) Directors nor less than one. The names and addresses of the initial Directors of this corporation are:

Dahlia Canes
5701 Biscayne Blvd.
Suite 601
Miami, Florida 33137

ARTICLE VII
(S Corporation Status)

This corporation has authorized its officers to take all action necessary to apply for Chapter Sub S corporation status.

ARTICLE VIII
(Incorporators)

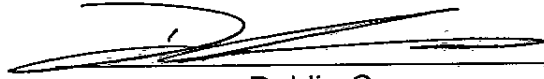
The name and address of the person signing these Articles is

Dahlia Canes
5701 Biscayne Blvd.
Suite 601
Miami, Florida 33137

ARTICLE IX
(Amendment)

This corporation reserves the right, subject to the approval of persons voting not less than two-thirds majority of the outstanding fully paid and non-assessable shares of the capital stock of the corporation, to amend or repeal any provision contained in these Articles of Incorporation, or any amendment to them, and any right conferred upon the shareholders, is subject to this reservation.

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation on this 4 day of March, 1998.


Dahlia Canes

STATE OF FLORIDA)
) S.S.
COUNTY OF DADE)

On this ____ day of March, 1998, before me personally appeared Dahlia Canes, Personally known to me an subscribed before me on this 4 day of March, 1998; and also produced a valid Driver's License who executed the foregoing instrument, and acknowledged to me that he executed the same as his free act and deed, and who did take an oath.

Sworn to before me, a Notary Public, this 4 day of March, 1998.


Notary Public



GLORIA WILCOX
My Commission CC537113
Expires Mar. 04, 2000

Gloria Wilcox
Print Name

CC 537113
Certificate Number

My commission expires:

March 04, 2000

ACCEPTANCE BY REGISTERED AGENT

The undersigned, being the person named as initial registered agent of Slip, Crash and Fall Inc., accepts the obligations thereunder. Executed this 9th day of March, 1998.



Dahlia Canes

CERTIFICATE OF DESIGNATION OF REGISTERED AGENT/REGISTERED OFFICE

PURSUANT TO THE PROVISIONS OF SECTION 607.0501 or 617.0501, 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.

FILED
MAR 11 AM 8:51
TALLAHASSEE
SECRETARY OF STATE
FLORIDA

1. The name of the corporation is: SLIP, CRASH AND FALL, INC. _____

2. The name and address of the registered agent and office is:

DAHLIA CANES

(Name)

5701 BISCAYNE BLVD. , SUITE 601

(P.O. Box or Mail Drop Box NOT acceptable)
MIAMI, FLORIDA, 33137

(city/State/Zip)

*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 provision 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)

March 4, 1998
(Date)