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FLORIDA DIVISION OF CORPORATIONS
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TO: DIVISION OF CORPORATIONS

FAX #: (850) 922-4001

FROM: FAB-T CORP. AGENTS, INC.
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NAME: SUNSHINE INVESTMENTS AND SERVICES, INC.

AUDIT NUMBER.....H98000005804

DOC TYPE.....FLORIDA PROFIT CORPORATION OR P.A.

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AUDIT NUMBER ON THE TOP AND BOTTOM OF ALL PAGES OF THE DOCUMENT

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ARTICLES OF INCORPORATION
OF
SUNSHINE INVESTMENTS AND SERVICES, INC.

The undersigned hereby makes, subscribes, acknowledges and files these Articles of Incorporation for the purpose of forming a corporation under the Florida General Corporation Act, and hereby adopts the following Articles of Incorporation.

ARTICLE I

NAME

The name of the Corporation shall be SUNSHINE INVESTMENTS AND SERVICES, INC.

ARTICLE II

CORPORATE DOMICILE

The principal corporate domicile shall be 7601 North Federal Highway, Suite #B-120; Boca Raton, Fla., 33487

ARTICLE III

NATURE OF BUSINESS

The Corporation is organized for the purposes of engaging in any activity or business permitted under the laws of the United States or of this State, more specifically set out as follows:

1. To do all such activities and engage in all such transactions as are necessary to operate an investment and service business.
2. To transact any lawful business for which corporations may be incorporated under the Florida General Corporations Act or engage in any other trade or business which can, in the opinion of the Board of Directors of the Corporation, be advantageously carried on in connection with the foregoing business.
3. To do such other things as are incidental to the foregoing or necessary or desirable in order to accomplish the foregoing.

This document prepared by:
John S. Van der Lyn, C.P.A.
4000 N. Fed. hwy., #207
Boca Raton, Fla., 33431
phone (561) 391-3883

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TALLAHASSEE, FLORIDA

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ARTICLE IV

CAPITAL STOCK

1. The aggregate number of shares which the Corporation is authorized to issue is: ONE THOUSAND (1,000). Said shares shall be authorized as common stock and shall be of a single class, and shall have a par value of One Dollar (\$1.00) per share.

2. All of said stock shall be paid for in cash, patents, stocks, notes, accounts, claims, real estate or other property but not for labor or services, at a just valuation to be fixed by the Board of Directors at a meeting called for that purpose.

ARTICLE V

TERM OF EXISTENCE

The Corporation shall have perpetual existence.

ARTICLE VI

INITIAL BOARD OF DIRECTORS

The initial Board of Directors shall consist of two (2) directors. The number of Directors may be increased or decreased from time to time by the By-Laws, but shall never be less than one.

The original Board of Directors shall consist of Besalel Belolo whose address is 7012 San Sebastian Circle; Boca Raton, Fla., 33433 and Rafika Horn whose address is 851 N.E. 69th Street; Boca Raton, Fla., 33487

ARTICLE VII

INCORPORATOR

The name and street address of the incorporator to these Articles of Incorporation is Besalel Belolo whose address is 7012 San Sebastian Circle; Boca Raton, Fla., 33433

ARTICLE VIII

INITIAL REGISTERED AGENT

AND OFFICE OF REGISTERED AGENT

The street address of the initial registered office of the Corporation is 4000 North Federal Highway, Suite #207: Boca Raton, Fla., 33431

ARTICLE IX

SHAREHOLDER'S MANAGEMENT POWERS

All corporate powers shall be exercised by or under the authority of, and business affairs of the Corporation shall be managed under the direction of the Board of Directors, with the exception of those matters specifically set forth in the By-Laws of this Corporation.

ARTICLE X

AMENDMENT

The Corporation reserves the right to amend or repeal any provision contained in these Articles of Incorporation, or any Amendment thereto, and any right conferred upon the shareholders is subject to this reservation.

IN WITNESS OF THE FOREGOING, the undersigned incorporator has executed these Articles of Incorporation this 25th day of March, 1998.


Besalel Belolo

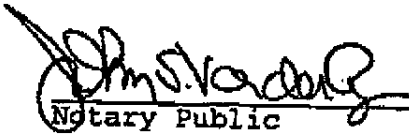
STATE OF FLORIDA

COUNTY OF PALM BEACH

I HEREBY CERTIFY that on this 25th day of March, 1998, personally appeared before me, Besalel Belolo, who acknowledged before me that he executed the foregoing Articles of Incorporation for the uses and purposes therein expressed.

IN WITNESS WHEREOF, I have hereunto set my hand and official seal in the County and State aforesaid on the date first above written.




Notary Public

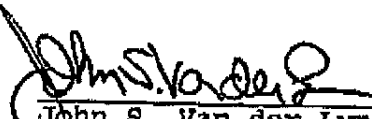
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CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR SERVICE
OF PROCESS WITHIN THE STATE OF FLORIDA, AND DESIGNATING AGENT
UPON WHOM PROCESS MAY BE SERVED.

Pursuant to Chapter 48.091, Florida Statutes, the following
is set forth in compliance with said statute:

First: that SUNSHINE INVESTMENTS AND SERVICES, INC. desiring
to organize under the Laws of the State of Florida with its
principal office as set forth in the Articles of Incorporation,
and has named John S. Van der Lyn of 4000 N. Federal Highway,
Suite #207: Boca Raton, Fla., 33431 as it's Agent to Accept
Service of Process for the Corporation within the State of
Florida.


Second: Having been named to Accept Service of Process for
the above-named Corporation at the place designated in this
certification, I hereby accept to act in this capacity and agree
to comply with the provisions of the above Statute relative to
keeping open said office.


John S. Van der Lyn
Registered Agent

STATE OF FLORIDA

COUNTY OF PALM BEACH

Sworn to and subscribed before me this 25th day of
March, 1998, A.D.


Notary Public, State of Florida at Large



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