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TO: DIVISION OF CORPORATIONS

FAX #: (850)922-4001

FROM: EMPIRE CORPORATE KIT COMPANY
CONTACT: RAY STORMONT
PHONE: (305)541-3694

ACCT#: 072450003255

FAX #: (305)541-3770

NAME: HOME CONCIERGE, INC.

AUDIT NUMBER.....H98000006170

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

CERT. OF STATUS..0

PAGES.....

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TALLAHASSEE, FLORIDA

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FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

March 31, 1998

EMPIRE

SUBJECT: HOME CONCIERGE, INC.
REF: W98000007136

We received your electronically transmitted document. However, the document has not been filed. Please make the following corrections and refax the complete document, including the electronic filing cover sheet.

Article 8 states there will be 1 director(s), whereas 2 is/are listed.

If you have any further questions concerning your document, please call (850) 487-6931.

Becky McKnight
Document Specialist

FAX Aud. #: H98000006170
Letter Number: 598A00017113

498000006170

ARTICLES OF INCORPORATION

OF

HOME CONCIERGE, INC.

ARTICLE I- NAME

The name of this corporation is HOME CONCIERGE, INC.

ARTICLE II- DURATION

This corporation shall have perpetual existence.

ARTICLE III - PURPOSE

This corporation is organized for the purpose of transacting any and all lawful business.

ARTICLE IV - CAPITAL STOCK

This corporation is authorized to issue One Thousand (1,000) shares of Five Dollar (\$5.00) par value common stock.

ARTICLE V - VOTING RIGHTS

Except as otherwise provided by law, the entire voting power for the election of directors and for all other purposes shall be vested exclusively in the holders of the outstanding common shares.

ARTICLE VI - PREEMPTIVE RIGHTS

Every shareholder, upon the sale for cash of any new stock of this corporation of the same kind, class or series as that which he already holds, shall have the right to purchase his pro rata share

-1

THIS INSTRUMENT PREPARED BY:
RONALD E. SHNIDER, ESQ. Fla. Bar #149153
7770 W. OAKLAND PARK BLVD. 954 742-2006
Sunrise, FL 33351

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thereof (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

**ARTICLE VII - REGISTERED OFFICE AND AGENT
AND PRINCIPAL PLACE OF BUSINESS**

The street address of the corporation's registered office is 100 South Pine Island Road, #200, Plantation, Florida 33324 and the name of the registered agent of this corporation at said address is: DAVID J. HOPKINS. The principal place of business of the corporation is: 100 South Pine Island Road, #200, Plantation, Florida 33324.

ARTICLE VIII - INITIAL BOARD OF DIRECTORS

This corporation shall have two director initially. The number of directors may be either increased or decreased from time to time by the Bylaws, but shall never be less than one. The names and addresses of the initial directors of this corporation are as follows: David J. Hopkins, President, 100 South Pine Island Road, #200, Plantation, Florida 33324 and Barry Lethbridge, Vice President, 100 South Pine Island Road., #200, Plantation, Florida 33324.

ARTICLE IX - INCORPORATOR

The name and address of the person signing these Articles is: David J. Hopkins, 100 South Pine Island Road., #200, Plantation, Florida 33324.

ARTICLE X - AMENDMENT

This corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment hereto, and any right conferred upon the shareholders is subject to this reservation.

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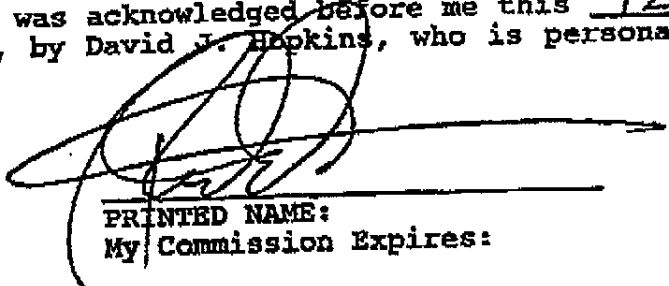
IN WITNESS WHEREOF, the undersigned has executed these Articles of
Incorporation on this 12 day of March, 1998.


David J. Hopkins

STATE OF FLORIDA

COUNTY OF BROWARD

The foregoing instrument was acknowledged before me this 12th
day of March, 1998, by David J. Hopkins, who is personally
known to me.


PRINTED NAME:
My Commission Expires:

NOTARY PUBLIC
STATE OF FLORIDA
RONALD E. SHNIDER
COMMISSION # CC 548973
EXPIRES JUN 20, 2000
BONDED THRU
ATLANTIC BONDING CO., INC.

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

In pursuance of Chapter 607.34, Florida Statutes, the following is submitted in compliance with said Act:

That HOME CONCIERGE, INC. desiring to organize or qualify under the Laws of the State of Florida, with its principal office as indicated in the Articles of Incorporation in the City of Plantation, County of Broward, State of Florida, has named DAVID J. HOPKINS located at 100 South Pine Island Road, #200, City of Plantation, County of Broward, State of Florida, 33324, as its agent to accept service of process within this state.

HOME CONCIERGE, INC.

By: 

Printed Name: DAVID J. HOPKINS

Date: 3/12/98

Having been named to accept service of process for the above stated Corporation, at the place designated in this Certificate, I hereby agree to act in this capacity, and agree to comply with the provisions of said Act relative to keeping open said office.


Printed Name: DAVID J. HOPKINS

Registered Agent

Date: 3/12/98

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TALLAHASSEE, FLORIDA

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