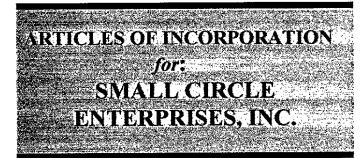
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NEW FILINGS Profit NonProfit Limited Liability Domestication	AMENDMENTS: Amendment Resignation of R.A., Officer/Di Change of Registered Agent Dissolution/Withdrawal		CD.
OTHER FILINGS Annual Report Fictitious Name Name Reservation	REGISTRATION/ QUALIFICATION Foreign Limited Partnership Reinstatement Trademark		98 JUN 25 PM 1:20 SECONDISE FLORIDA
	Other		

Examiner's Initials



SECONDARY SEEFFLOR

I, the undersigned, hereby associate together for the purpose of becoming a Corporation under the laws of the State of Florida and for the formation, liabilities, rights, privileges and immunities of a Corporation for **PROFIT**.

ARTICLE I

The name of the Corporation shall be: SMALL CIRCLE ENTERPRISES, INC. It's principal business shall be carried on at: 6500 N.W. 8th Avenue, Miami, FL 33150 and such other places or points in the State of Florida, and the United States and foreign countries as may from time to time be authorized by the Board of Directors.

ARTICLE II

The general nature of the business or businesses to be transacted by this Corporation is as follows:

SECTION I

To conduct a general business in any activity allowed by law.

SECTION II

To engage in any lawful activities including the purchasing, leasing, renting, selling, holding, and otherwise acquiring and disposing of real estate and personal property, both tangible and intangible, and choices in action, either as owner, broker, agent or factor.

SECTION III

To engage in the purpose or acquisition of property, business rights of franchise, or for additional working capital, or for any other object in or about its business affairs, and without limit as to the amount, to incur debts, and to raise, borrow and secure the payment of money in any lawful manner, including the issue and sale or other dispositions of bonds,

warrants, debenture, obligations, negotiable and transferable instruments and evidences of indebtedness of all kinds whether secured by mortgage, pledge, deed of trust or otherwise.

SECTION IV

This Corporation shall have all the general powers together with all of the additional and specific powers granted by the laws of the State of Florida, as well as all implied powers in carrying out the foregoing powers.

SECTION V

The foregoing clauses shall be construed both as objects and powers, but not recitation, expression or declarations of specific or special powers or purposes herein enumerated shall be deemed to be exclusive, but is hereby expressly declared that other lawful powers not inconsistent therein be hereby included.

ARTICLE III

The maximum number of shares of stock that this Corporation is authorized to have outstanding at any time shall be 7,500 shares at \$1.00 par value.

ARTICLE IV

This Corporation shall do business with a capital of not less than Five Hundred (\$500.00) Dollars.

ARTICLE V

This Corporation shall exist perpetually.

ARTICLE VI

The principal office address of this Corporation shall be located at 6500 N.W. 8th Avenue, Mami, Florida 33150 in Dade County and it may have such other places of business, both within and without the State of Florida and in foreign countries, as may be necessary or convenient.

ARTICLE VII

This Corporation shall have one (1) Director initially. Then number of Directors may be increased or diminished from time to time by By-laws adopted by the Stockholders.

ARTICLE VIII

The names and post office addresses of the first Board of Director(s) of this Corporation, who shall hold office until the organizational meeting of this Corporation and until their successors are elected, and have qualified is:

NAME:

ADDRESS:

ESCO HUNTER, JR.

6500 N.W. 8th Avenue

President, Secretary

Miami, Florida 33150

Treasurer

ARTICLE IX

The Registered Agent of this Corporation shall be: Esco Hunter, Jr., whose address is 6500 N.W. 8th Avenue, Miami, Florida 33150.

ARTICLE X

The name(s) and post office addresses of each subscriber of these Articles of Incorporation and a statement of the number of shares of stock is as follows:

NAME:

ADDRESS:

SHARES:

Esco Hunter

6500 N.W. 8th Avenue

4,500

Miami, Florida 33150

The subscriber(s) to the above stock do hereby certify that the above subscription amounts to at least \$500.00 and that sum has been paid to the Corporation. The provisions of this Chapter, and each and every Article and Sections hereof, and the by-laws of this Corporation shall be considered a part of every contract and transaction to which this Corporation dealing with this and any Corporation is hereby charged with knowledge and notice.

IN WITNESS WHEREOF, I hereunto set my hand and seal this 26th day of March, 1998.

Esco Hunter, Jr.

President

CERTIFICATE: DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE SERVICES OF PROCESS WITHIN THIS STATE, NAMING AGENT UPON WHOM PROCESS MAY BE SERVED.

In pursuant of Chapter 48.091, Florida Statues, the following is submitted in compliance with the said Act:

SMALL CIRCLE ENTERPRISE, INC., organizing under the State of Florida, with its principal office at: 6500 N.W. 8th Avenue, Miami, Florida 33150, as also indicated in the Articles of Incorporation at city of Miami, county of Dade, state of Florida, has named Esco Hunter, Jr., as its Agent to accept service of process within this State, whose address is: 6500 N.W. 8th Avenue, Miami, Florida 33150.

ACKNOWLEDGMENT: (Must be signed by Designated Agent)

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

⊁_{BY:}

Esco Hunter, Jr.

6500 N.W. 8th Avenue

Miami, Florida 33150

STATE OF FLORIDA

SS

COUNTY OF DADE

I HEREBY CERTIFY, that on this day, personally appeared before me, the undersigned Notary Public, Esco Hunter, Jr., well known and known to be the person described in and who executed and subscribed to the foregoing Articles of Incorporation and that he acknowledged before that he executed and subscribed to the same for the same purposes therein expressed.

WITNESSmy signature and official seal at Miami, said county of Dade, the 26th day of March; 1998.

_/

Notary Public

0 098075

My Commission Expires:

September 7,2001

I.D. Presented: Flanda Grues Ticino