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TO: DIVISION OF CORPORATIONS

FAX #: (850)922-4001

FROM: EMPIRE CORPORATE KIT COMPANY
CONTACT: RAY STORMONT
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NAME: 7 LUV "N" CARE, INC.

AUDIT NUMBER.....H98000014998

DOC TYPE.....FLORIDA PROFIT CORPORATION OR P.A. (4)

CERT. OF STATUS..0

PAGES..... 4

CERT. COPIES.....0

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**ARTICLES OF INCORPORATION
OF**

98 AUG 13 AM 8:45

(4)

LUV "N" CARE, INC.

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned incorporator(s), for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopt(s) the following Articles of Incorporation.

ARTICLE I NAME

The name of the corporation shall be: LUV "N" CARE, INC.

ARTICLE II PRINCIPAL OFFICE

The principal place of business and mailing address of this corporation shall be:

5745 SW 18th Street
Hollywood, FL 33023

ARTICLE III SHARES

The number of shares of stock that this corporation is authorized to have outstanding at any one time is: 1000 shares

ARTICLE IV INITIAL REGISTERED AGENT AND STREET ADDRESS

The name and address of the initial registered agent is:

Ruby McCoy
5745 SW 18th Street
Hollywood, FL 33023

Charles Wescocks, CPA, PA
2131 Hollywood Blvd. #208
Hollywood, FL 33020
(954) 920-0110

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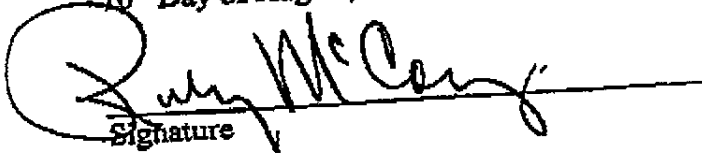
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ARTICLE V INCORPORATOR(S)

The name(s) and street address(es) of the incorporator(s) to these Articles of Incorporation is (are):

Ruby McCoy
5745 SW 18th Street
Hollywood, FL 33023

The undersigned incorporator(s) has (have) executed these Articles of Incorporation this
10th Day of August, 1998


Signature

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**CERTIFICATE OF DESIGNATION
REGISTERED AGENT / REGISTERED OFFICE**

PURSUANT TO THE PROVISIONS OF SECTION 607.0501, 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.

1. The name of the corporation is: LUV "N" CARE, INC.
2. The name and address of the registered agent and office is:

Ruby McCoy
5745 SW 18th Street
Hollywood, FL 33023

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 provisions 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)

8/10/98
(Date)

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