

P98000079845

TRANSMITTAL LETTER

Department of State
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

000002636020--6
-09/10/98--01036--010
****122.50 ****122.50

SUBJECT: PEARL TREE CORPORATION
(Proposed corporate name - must include suffix)

Enclosed is an original and one (1) copy of the Articles of Incorporation and a check for:

\$70.00	\$78.75	<u>\$122.50</u>	\$131.25
Filing Fee	Filing Fee & Certificate	Filing Fee & Certified Copy	Filing Fee Certified Copy & Certificate

FROM: SUTTON + ASSOCIATES
Name

7345 Sand Lake Rd # 207
Address

Orlando - FL 32819
City, State & Zip

(407) 345-8282
Daytime Telephone number

FILED
98 SEP 10 AM 9:15
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

**ARTICLES OF INCORPORATION
OF
PEARL TREE CORPORATION**

FILED
98 SEP 10 AM 9:15
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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

Article I, Name

The name of the corporation shall be:
Pearl Tree Corporation

Article II, Mailing Address

The mailing address of this corporation shall be:
7345 Sand Lake Dr. # 208, Orlando, FL 32819

Article III, Shares

The number of shares of stock that this corporation is authorized to have outstanding at any one time is:
1000 Shares with \$ 1.00 Par Value.

Article IV, Initial Registered Agent and Street Address

The name and address of the initial registered agent is:

Donald A. Sutton
7345 Sand Lake Rd. # 222, Orlando, FL 32819

Article V, Incorporator.

The name and address of the Incorporator to these Articles of Incorporation is:

Donald A. Sutton
Address:
7345 Sand Lake Dr. # 222, Orlando, FL 32819

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Article VI, Purpose.

The purpose of this corporation shall be to commerce, sell, buy, import and export all types of merchandise goods and services, and to be the representative of other companies if so is desired. This Corporation will trade with international and national corporations and individuals alike, always respecting the regulations existing in those areas. These objectives should not affect the capability to do all other businesses under the Laws of the United States of America and the State of Florida.

Article VII, Initial Board of Directors and Officers.

The names and Post Office Addresses of the members of the first board of directors and Officers are:

Regina Cipolla - President, V.President, Treasurer, Secretary and
Director


Postal address at:
7345 Sand Lake Rd. # 208
Orlando, FL 32819

Continuation, Page 3

Affidavit

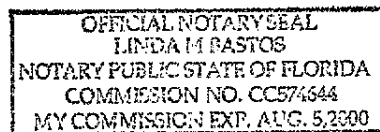
State of Florida, Orange County.

Before me this day personally appeared Donald A. Sutton, who being duly sworn, deposed and said that she is the Incorporator of Pearl Tree Corporation and is hereby duly authorized, responsible and apt to Incorporate according to the Statutes of the State of Florida.


Donald A. Sutton

Sworn to and subscribed before me this August 21, 1998.


Notary Public



CERTIFICATE OF DESIGNATION

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.

PEARL TREE CORPORATION

1. The name of the corporation is: _____

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

DONALD A. SUTTON

(Name)

7345 Sand Lake Rd., # 222

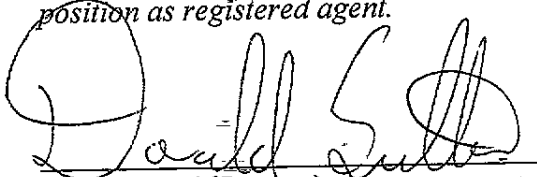
(P.O.Box not acceptable)

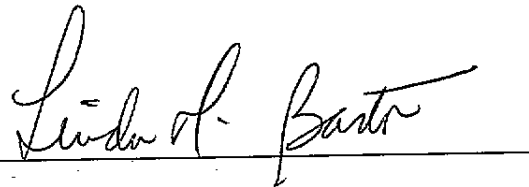
Orlando, FL 32819

(City/State/Zip)

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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)



STATE OF FLORIDA
COUNTY OF Orange

The foregoing instrument was acknowledged before me this 2nd day of Aug, 1998, by Donald A. Sutton

Personally Known OR Produced Identification _____
Type of Identification Produced _____

OFFICIAL NOTARY SEAL
LINDA M BASTOS
NOTARY PUBLIC STATE OF FLORIDA
COMMISSION NO. CC574644
MY COMMISSION EXP. AUG. 5, 2000