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TRANSMITTAL LETTER

September 9, 1998

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

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****122.50 ****122.50

Dear Sir or Madam:

Enclosed please find an original and one copy of the articles of incorporation for the corporation stated below, and a check in the amount of \$122.50.

Proposed Corporate Name

AB FAB FACES, INC.

From: Derick Coles
4134 Gulf of Mexico Drive, Suite 302
Longboat Key, Fl. 34228
(941) 387-0809

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DIVISION OF CORPORATIONS
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Articles of Incorporation of:
AB FAB FACES, INC.

Article I Name:
AB FAB FACES, INC.

Article II Principal Office:
**4134 Gulf of Mexico Drive, Suite 302, Longboat Key
Florida 34228**

Article III Capital Stock:
The Corporation is authorized to have 7,500 shares of common stock with par value of
\$1.00 (one dollar) each

Article IV Terms of Existence:
The term for which the corporation shall exist shall be perpetual, commencing on the filing
of these Articles with the Secretary of State, State of Florida.

Article V Nature of business:
This corporation is organized for the purpose of engaging in and transacting any or all
lawful business permitted under the laws of the State of Florida or any other State of the
United States.

Article VI Name & Address of Incorporator (s)
**Derick Coles
4134 Gulf of Mexico Drive, Suite 302, Longboat Key
Florida 34228**

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Article VII Initial Board of Directors:

This corporation shall have three (3) Directors initially. The number of Directors may be increased or decreased from time to time, by amendment to the Bylaws, but in no event shall the number of Directors be reduced below one (1). The name and address of the three initial Directors of this corporation are:

Derick Coles Jason Coles Anthony Brown
4134 Gulf of Mexico Drive, Suite 302, Longboat Key
Florida 34228


The undersigned have executed these articles of incorporation this:

9th of September, 1998

Signature: 

Name: Derick Coles

Title: President

Signature: 

Name: Jason Coles

Title: Vice President

Signature: 

Name: Anthony Brown

Title: Secretary/Treasurer

Certificate of Designation Registered Agent/Registered Office

The name of the Corporation is:

AB FAB FACES, INC.

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

Derick Coles
4134 Gulf of Mexico Drive, Suite 302, Longboat Key
Florida 34228

Signature: 

Name: Derick Coles

Title: President

Date: 09/09/98

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Acceptance of appointment as
Registered Agent for

AB FAB FACES, INC.

Having been named to accept service of process for the above stated corporation, at the place designated in the corporation's Articles of Incorporation, 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.

Signature: 

Name: Derick Coles

Title: President