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Barrington G. Grant 16135 S.W. 107 Court Miami, FL. 33157

January 11, 1999

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*****78.75 *****78.75

Florida Department Of State New Filings Section Division of Corporations P.O. Box 6327 Tallahassee, Florida 32314

Dear Sir,

Enclosed are Articles of Incorporation for filing, duly signed and notarized for SHALOMEK INC. and also a check for \$122.50 to include the cost of a certified copy.

Please expedite.

Barrington Grant

Encls:

PILED

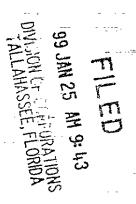
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ARTICLES OF INCORPORATION

OF

SHALOMEK, INC.



The undersigned, for the purpose of forming a corporation under the Florida General Corporation Act, do hereby adopt the following Articles of Incorpotation:

ARTICLE ONE

The name of the corporation is SHALOMEK, INC.

ARTICLE TWO

The duration of the Corporation is perpetual

ARTICLE THREE

The general purpose of which the corporation is organised shall be to do general building maintenance, distribute and sell artistic designs, clothing as well as transact all other lawful business that the law of Florida authorizes or empowers a corporation to engage in.

ARTICLE FOUR

The aggregate number of shares the corporation shall authorize to issue shall be one hundred thousand (100,000) shares of one dollar per value stock.

ARTICLE FIVE

The street address of the initial principal office of the corporation is 16135 s.w. 107th Court, Miami, Florida 33157.

ARTICLE SIX

The number of directors constituting the initial Board of Directors of the corporation shall be two (2). The name and address of each person who will serve as a member of the initial Board of Directors is:

Barrington G. Grant 16135 s.w. 107 th Court Miami, Florida 33157

Tamika Taylor-Grant 16135 s.w. 107 th Court Miami, Florida 33157 President

Secretary/ Treasurer

ARTICLE SEVEN

The name and the address of the REGISTERED AGENT is Barrington G.Grant, 16135 s.w. 107th Court, Miami, Florida 33157.

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ARTICLE EIGHT

BYLAWS: The bylaws of the corporation are to be made, altered or rescinded by the Directors.

ARTICLE NINE

AMENDMENT: The Articles of Incorporation may be amended by the Directors on a majority vote at any regular or special meeting called in accordance with the provisions of the bylaws.

STATE OF FLORIDA COUNTY OF DADE

Before me, the undersigned Notary Public, personally appeared Barrington G. Grant, who was duly sworn and stated under oath that he is the incorporator of SHALOMEK INC. and that he has made and executed the foregoing Articles of Incorporation to obtain a charter from the State of Florida for SHALOMEK INC and that the information in the foregoing Articles of Incorporation are true and correct.

December 31,

Dated: January gep 1998

(NOTARY SEAL)

OFFICIAL NOTARY SEAL
GEORGIA M COOPER
COMMISSION NUMBER
CC648222
WY COMMISSION EXPIRES
AND 18,2001

My commission exp

Acceptance of Registered Agent

OFFICIAL NOTARY SEAL
GEORGIA M COOPER
COMMISSION NUMBER
CC648222
MY COMMISSION EXPIRES

I hereby accept the designation as Registered Agent of SHALOMEK INC.

Dated: December 3/ 1998

Barrington G. Grant, Registered Agent and Incorporator