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Florida Department of State
Division of Corporations
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Katherine Harris, Secretary of State

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To:

Division of Corporations
Fax Number : (850) 922-4001

From:

Account Name : FAS-T CORP. AGENTS, INC.
Account Number : 071001002335
Phone : (305) 599-0839
Fax Number : (305) 716-0346

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

99 MAR -9 AM 11: 27

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FLORIDA PROFIT CORPORATION OR P.A.

COVER IT BY S & D, INC.

Certificate of Status	0
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ARTICLES OF INCORPORATION
OF

COVER IT BY S & D, INC.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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

ARTICLE I NAME

The name of the corporation shall be: COVER IT BY S & D, INC.

The principal place of business of this corporation shall be: 12044 SW 5 Ct. Pembroke Pines, FL 33025

ARTICLE II NATURE OF BUSINESS

This corporation may engage in or transact any or all lawful activities or business permitted under the laws of the United States, the State of Florida, or any other state, country, territory or nation.

ARTICLE III CAPITAL STOCK

The aggregate number of shares of stock and its value that this corporation is authorized to have outstanding at any one time is: 100 Shares \$ 1.00 par value

ARTICLE IV TERM OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE V OFFICERS DIRECTORS

The name(s) and street address(es) of the initial officer(s) and director(s), if any, who shall hold office the first year of the corporation's existence or until their successor(s) is(are) elected, is(are):

President: Doris Arias

12044 SW 5 Ct.
Pembroke Pines, FL 33025

V/President: Sandra Silvestri

12044 SW 5 Ct.
Pembroke Pines, FL 33015

Prepared by:
Michael I. Santucci, Esq.
5201 NW 74th Ave.
Miami, FL 33166
FBN 0105160
1-800-714-6191

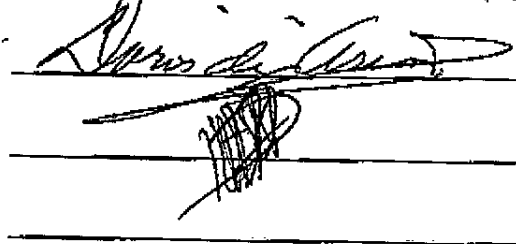
ARTICLE VI INCORPORATOR(S)

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

Doris Arias and Sandra Silvestri
12044 SW 5 Ct. Pembroke Pines, Fl 33025

IN WITNESS WHEREOF, the undersigned incorporator(s)
has (have) executed these Articles of Incorporation
this, 8th day of March 1999

Signature(s) of Incorporator(s)

The block contains two handwritten signatures. The first signature is written on the top line and appears to be 'Doris Arias'. The second signature is written on the line below and appears to be 'Sandra Silvestri'. Both signatures are in cursive and are written in dark ink.

CERTIFICATE OF DESIGNATION
REGISTERED AGENT/REGISTERED OFFICE

Pursuant to the provisions of Section 607.325, 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:

COVER IT BY S & D, INC.

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

Doris Arias

(P.O. BOX NOT ACCEPTABLE)

12044 SW 5th Ct. Pembroke Pines, FL 33025

(CITY/STATE/ZIP)

SIGNATURE

TITLE Sandra Silvestri V/P

DATE 3/08/99

HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION, AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY AGREE TO ACT IN THIS CAPACITY, AND I FURTHER AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATIVE TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES, AND I ACCEPT THE DUTIES AND OBLIGATIONS OF SECTION 607.325, FLORIDA STATUTES.

SIGNATURE

DATE

3/08/99

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TALLAHASSEE FLORIDA