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CAPITOL SERVICES PARALEGAL & ATTO	d/b/a RNEY SERVICE BUREAU, INC.			
(Requestor's Nar	ne)			
1406 Hays Street,	Suite 2			
(Address) Tallahassee, FL	22201 (004) 656 2002			
(City, State, Zip		OFFICE USE ONLY		-
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CORPORATION NAM	Æ(s) & DOCUMENT NUM	BER(S) (if known):	¥	
1. La Mara	is Holdings Inc	<u>t</u> _	TAL SE	3
•	tion Name)	(Document#)	- I S S S	
2, (Corporat	ion Name)	(Document #)		
3.		(**************************************	SEE O	
	ion Name)	(Document #)		
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Profit	Amendment		The state of the s	
NonProfit	Resignation of R.A., Officer/	Director	en de la companya de	_F E
Limited Liability	Change of Registered Agent			T. E
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OTHER FILINGS	REGISTRATION/ QUALIFICATION		· ·	· =:
Annual Report	Foreign			
Fictitious Name	Limited Partnership			
Name Reservation				~ (
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ARTICLES OF INCORPORATION

of

LA MARAIS HOLDINGS, INC.

99 JUN -4 PM 12: 08
SECKLIARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned, acting as Incorporator, desiring to form a corporation for profit pursuant to the Florida Business Corporation Act, adopts the following Articles of Incorporation for such corporation:

ARTICLE I NAME

The name of this corporation is LA MARAIS HOLDINGS, INC.

ARTICLE II ADDRESS OF PRINCIPAL OFFICE

The principal office and street address of this corporation is 505 Wekiva Springs Road, Suite 800, Longwood, Florida 32779

ARTICLE III CAPITAL STOCK

This corporation is authorized to issue one thousand (1,000) shares of capital stock, which shall be designated Common Shares with a par value of One and No/100 Dollars (\$1.00).

ARTICLE IV INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this corporation is 505 Wekiva Springs Road, Suite 800, Longwood, Florida 32779 and the name of the initial registered agent of this corporation at that address is Scott Price.

ARTICLE V INITIAL BOARD OF DIRECTORS

A. This corporation shall have one (1) director initially.

B. The names and addresses of the initial members of the Board of Directors who shall hold office until their successors are duly elected and have qualified are:

Gregory Redelico

505 Wekiva Springs Road, Suite 800 Longwood, Florida 32779

ARTICLE VI INCORPORATORS

The name and address of each Incorporator of this corporation is:

Scott Price J. A. Jurgens, P.A. 505 Wekiva Springs Road, Suite 800 Longwood, Florida 32779

ARTICLE VII INDEMNIFICATION

This corporation shall indemnify any officer or director, or any former officer or director, to the full extent permitted by the Florida Business Corporation Act.

ARTICLE VIII PREEMPTIVE RIGHTS

Each shareholder of the corporation shall have the right to purchase, subscribe for, or receive a right or rights to purchase or subscribe for a pro rata portion of:

- (1) Any stock of any class that the corporation may issue or sell, whether or not exchangeable for any stock of the corporation of any class or classes, and whether or not of unissued shares authorized by the articles of incorporation as originally filed or by any amendment of the articles of incorporation or out of shares of stock of the corporation acquired by it after issuance and whether issued for cash, promissory notes, services, property, or other securities of the corporation; or
- (2) Any obligation that the corporation may issue or sell which is convertible into or exchangeable for any stock of the corporation of any class or classes, or to which is attached or pertinent any warrant or warrants or

other instrument or instruments conferring on the holder the right to subscribe for or purchase form the corporation any shares of its stock of any class or classes.

IN WITNESS WHEREOF, the undersigned has executed these Articles on this day of June, 1999.

SCOTT PRICE Incorporator

CERTIFICATE OF DESIGNATION OF 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.

1.	The nam	e of the corporation is:	La Marais Holdings, Inc.	TALLAHA	- Nr 66	- 11
2.	The name and address of the registered agent and office is: J. A. Jurgens, P.A. c/o Scott Price 505 Wekiva Springs Road, Suite 800				-L PH 12: 08	
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		Longw	vood, FL 32779			

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.

Scott Price

DIVISION OF CORPORATIONS, P. O. BOX 6327, TALLAHASSEE, FL.