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Requestor's Name

WEST PALM BEACH

Mark Egcoffery, P.A.

Certified Public Accountant

4241-A Northlake Boulevard
Palm Beach Gardens, Florida 33410

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(Corporation Name) (Document #)
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NEW FILINGS	
<input type="checkbox"/>	Profit
<input type="checkbox"/>	NonProfit
<input type="checkbox"/>	Limited Liability
<input type="checkbox"/>	Domestication
<input type="checkbox"/>	Other

AMENDMENTS	
<input type="checkbox"/>	Amendment
<input type="checkbox"/>	Resignation of R.A., Officer/ Director
<input type="checkbox"/>	Change of Registered Agent
<input type="checkbox"/>	Dissolution/Withdrawal
<input type="checkbox"/>	Merger

OTHER FILINGS	
<input type="checkbox"/>	Annual Report
<input type="checkbox"/>	Fictitious Name
<input type="checkbox"/>	Name Reservation

REGISTRATION/ QUALIFICATION	
<input type="checkbox"/>	Foreign
<input type="checkbox"/>	Limited Partnership
<input type="checkbox"/>	Reinstatement
<input type="checkbox"/>	Trademark
<input type="checkbox"/>	Other

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION

OF

NINE'S FINE, INC.

I, the Undersigned Incorporator of these Articles of Incorporation, who is the natural person competent to contract, hereby form a corporation under the Laws of the State of Florida.

ARTICLE I

Name of the Corporation

The name of the Corporation shall be:

NINE'S FINE, INC.

ARTICLE 11

Nature of Business

The general nature of the business to be transacted by this Corporation is to purchase securities and investments any other activities or business permitted under the Laws of the United States and the State of Florida.

Said powers shall include, but not limited to manufacture, purchase or otherwise acquire, and to own, mortgage, pledge, sell, assign, transfer, or otherwise dispose of, and to invest in, trade in, deal in and with goods, wares, merchandise, real and personal property, and services, of every class, kind and description except that it is not to conduct a banking, safe deposit, trust, insurance surety, express, railroad, canal, telegraph, telephone or cemetery company, a building or loan association, fraternal benefit society, state fair or exposition.

To conduct business in, have one or more offices in, and buy, hold, mortgage, sell, convey, lease or otherwise dispose of real and personal property, including franchises, patents, copyrights, trademarks and licenses in the State of Florida, and in all other States and Countries.

To contract debts and borrow money, issue and sell or pledge bonds, debentures, notes and other evidence of indebtedness and execute such mortgages, transfers or corporate property, or other instruments to secure the payments of corporate indebtedness as required.

To purchase the corporate assets of any other corporation and engage in the same or other character of business.

To guarantee, endorse, purchase, hold, sell, transfer, mortgage, pledge or otherwise acquire or dispose of the shares of the capital stock of, or any bonds, securities, or other evidences of indebtedness created by, any other corporation, of the State of Florida, or any other State or Government, and while owner of such stock to exercise all the rights, powers and privileges of ownership, including the right to vote such stock.

In furtherance, and not in any limitation of the general powers conferred by the Laws of the State of Florida and of the purposes and objects hereinabove stated, this Corporation shall have all and singular the following powers:

- A. To enter into, or become a partner in, any arrangement for sharing profits, union of interest, or corporation, joint venture or otherwise, with any person, firm or corporation to carry on any business which this Corporation has the direct or incidental authority to pursue.

- B. To purchase and acquire any or all of its shares owned and held by any such stockholder as should desire to sell, transfer or otherwise dispose of his shares, or any or all of its shares owned and held by a stockholder who dies; provided, however, the capital of this Corporation cannot be impaired thereby.
- C. To enter into, for the benefit of its employees, one or more of the following : (1) a pension plan, (2) a profit sharing plan, (3) a stock bonus plan, (4) a thrift and saving plan, (5) a restricted stock option plan, or (6) other retirement or incentive compensation plan.
- D. The Corporation shall, to the fullest extent permitted by the provisions of the Florida Corporation Act, as the same may be amended and supplemented, indemnify any and all persons whom it shall have power to indemnify under said provisions from and against any and all of the expenses, liabilities or other matters referred to in, or covered by, said provisions, and the indemnification provided for herein shall not be deemed exclusive or a ny other rights to which those indemnified may be entitled under any By-Law, agreement, vote of shareholders or disinterested directors or otherwise, both as to action in his official capacity and as to action in another capacity while holding such office, and shall continue as to a person who has ceased to be a director or officer, and shall inure to the benefit of the heirs, executors and administrators of such a person.

ARTICLE III

Capital Stock

The maximum number of shares of stock that the Corporation is authorized to have outstanding at any one time is 20,000 shares at \$10.00 par value.

ARTICLE IV

"1244 STOCK"

All stock issued shall be issued pursuant to the requirements of Section 1244 of the Internal Revenue Code for said stock to qualify under that Section.

ARTICLE V

Initial Capital

The amount of capital with which this Corporation will begin business is not less than \$150,000.00 (ONE HUNDRED & FIFTY THOUSAND DOLLARS).

ARTICLE VI

Terms of Existence

This Corporation is to exist perpetually.

ARTICLE VII

Principal Place of Business

The initial street address in this State of the principal office of this Corporation is 1108 Green Pine Blvd., Unit G-3, West Palm Beach, Florida 33409. The Board of Directors may, from time to time remove the principal office to any other address in Florida.

ARTICLE VIII

Directors

This Corporation shall have three (3) Directors initially. The number of Directors may be increased or diminished from time to time, by by-laws adopted by the stockholders.

ARTICLE IX

Initial Directors

The names and addresses of the members of the first Board of Directors are:

TITLE	ADDRESS
PRESIDENT: RICK SORRENTINO	4174 Inverrary Drive, #410 Lauderhill. FL 33319
VICE PRESIDENT/SECRETARY: KENNETH DUQUETTE	1108 Green Pine Blvd., #G-3 West Palm Beach, FL 33409
TREASURER: ROBERT DEL VALLE	10411 SW 143rd Avenue Kendall, FL 33186

ARTICLE X

Incorporators

The name and street address of the Incorporator of these Articles of Incorporation, the number of shares of stock which he agrees to take and the value of the consideration therefore are:

NAME	ADDRESS	SHARES	PAID
KENNETH DUQUETTE	1108 Green Pine Blvd. Unit G-3 West Palm Beach Florida 33409	2,600	\$26,000

ARTICLE XI

Registered Agent

The initial registration of the Registered Office of this Corporation shall be 1108 Green Pine Blvd., Unit G-3, West Palm Beach, Florida 33409, and the Registered Agent shall be KENNETH DUQUETTE.

Pursuant to Florida Statutes Section 607.164 having been named to accept process for the above stated Corporation, at the place designated in these Articles of Incorporation, I hereby accept to act in this capacity, and agree to comply with the provision of said Act relative to keeping open said office.

BY


KENNETH DUQUETTE

ARTICLE XII

Meetings by Conference Telephone

Members of the Board of Directors may participate in meetings of the Board of Directors, as provided by Law, by means of conference telephone or similar communications equipment by means of which all persons participating in the meeting can hear each other at the same time. Participation by such means shall constitute presence in person at a meeting.

ARTICLE XIII

Action by Directors Without a Meeting

The Directors of this Corporation may take action by written consent as provided by Law.

ARTICLE XIV

Ratification of Incorporator's Actions and Adoption of Contracts

This Corporation hereby adopts all contracts made on its behalf by the hereinbefore mentioned Incorporator performed prior to the effective date of these Articles of Incorporation and done on behalf of this Corporation. The Corporation further authorizes its Director to assume all expenses made on behalf of the Corporation, prior to its existence, for any and all expenses incurred in the organization and formation of the Corporation.

ARTICLE XV

Shareholders Right To Sell Shares

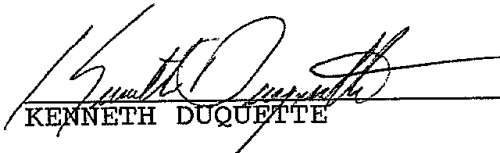
A shareholder shall have the right to sell or transfer any of his shares to the original shareholders or to any such person approved by the Board of Directors.

ARTICLE XVI

Amendments

These Articles of Incorporation may be amended in the manner provided by law. Every amendment shall be approved by the Board of Directors, proposed by them to the stockholders, and approved at the stockholders' meeting by a majority of the stock entitled to vote thereon, unless all the Directors and all the Shareholders sign a written statement manifesting their intention that a certain amendment of these Articles of Incorporation be made.

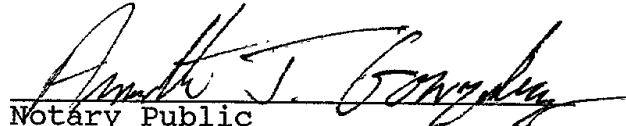
IN WITNESS WHEREOF, I, the Incorporator of the abovenamed Corporation, have set my hands this 8th day of JUNE 1999.


KENNETH DUQUETTE

STATE OF FLORIDA)
COUNTY OF PALM BEACH)

I hereby certify that on this day before me, an officer duly authorized in the State and County aforesaid to take acknowledgements, personally appeared KENNETH DUQUETTE known to me to be the person described as the Incorporator in, and who executed, the foregoing Articles of Incorporation and that he acknowledged before me that he subscribed to these Articles of Incorporation.

WITNESS my hand and official seal in the State and County last
aforesaid this 8th day of JUNE 1999.


Notary Public

My Commission Expires:



Annette J Gonzalez
My Commission CC597982
Expires October 31, 2000

FILED
1999 JUN 10 PM 2:21
CLERK OF COURT
TALLAHASSEE, FLORIDA