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Mr. Pedro Celin
46 S.W. 135th Avenue
Miami, Florida 33184
305- 553-5419

June 11, 1999

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-06/16/99-01062-010
*****78.50 *****78.50

Secretary of State
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

Re: Jenycole, Inc.

Gentlemen:

Enclosed please find the completed Certificate of Registered Agent as well as the completed Articles of Incorporation for Jenycole, Inc. Also enclosed is a check payable to the Secretary of State in the amount of \$78.50 to cover filing fees.

Please incorporate the above named entity and return a Certificate of Incorporation at your earliest convenience.

Thank you.

Sincerely,


PEDRO CELIN

FILED
99 JUN 16 AM 9:18
SECRETARY OF STATE
TALLAHASSEE FLORIDA

PC:obm

Pedro Celin GAVE
AUTHORIZATION BY PHONE TO
CORRECT RA Page (none)
DATE 6/17/99
DOC EXAM BP

BROOK JUN 17 1999

ARTICLES OF INCORPORATION

OF

JENYCOLE, INC.

FILED
99 JUN 16 AM 9:18
SECRETARY OF STATE
TALLAHASSEE FLORIDA

I, the undersigned, being of legal age and natural person, so hereby subscribe to, acknowledge and file the following Articles of Incorporation for the purpose of creating a corporation under the laws of the State of Florida.

ARTICLE I

The name of this corporation shall be: JENYCOLE, INC.

ARTICLE II

This corporation may engage in any activity or business permitted under the laws of the State of Florida.

ARTICLE III

The capital stock authorized, the par value thereof, and the characteristics of such stock shall be as follows:

<u>Number of Shares</u> <u>Authorized</u>	<u>Par Value</u> <u>Per Share</u>	<u>Class of</u> <u>Stock</u>
1000	\$ 1.00	COMMON

All of the said stock shall be payable in cash, property real or personal, labor or services in lieu of cash, at a just valuation to be fixed by the Board of Directors of this corporation. The payment thereof does not have to be at the time of issuance, provided that such shares are subject to calls thereon until the whole consideration therefore shall have been paid.

ARTICLE IV

The amount of capital with which this corporation shall commence business shall not be less than \$1,000.00.

ARTICLE V

This corporation shall commence its existence immediately up on the filing of these Articles of Incorporation and shall exist perpetually thereafter unless sooner dissolved according to law.

ARTICLE VI

This initial address of this corporation shall be at 46 S.W. 135TH AVENUE,
MIAMI, FLORIDA 33184 with the privilege of having its offices and
branch offices at other places within or without the State of Florida.

ARTICLE VII

This corporation shall have at least one director, with the exact number to be specified by the stockholders from time to time unless the stockholders shall, by a majority vote thereafter, determine that the corporation be managed by the stockholders.

ARTICLE VIII

The names and street addresses of the members of the first Board of Directors of the corporation, who shall hold office for the first year or until his successor is duly elected and qualified shall be:

Name

Address

PEDRO CELIN

46 S.W. 135TH AVENUE
MIAMI, FLORIDA 33184

ARTICLE IX

The names and addresses of the subscribers, and the number of shares of stock they agree to take is:

<u>Name and Address</u>	<u>Number of Shares</u>
PEDRO CELIN	1000

ARTICLE X

No contract or other transaction between this corporation or any other corporation, and no act of this corporation, shall in any way be affected or invalidated by the fact that any of the directors of this corporation are pecuniarily or otherwise interested in, or are directors or officers of, such other corporation. Any director may be a member, may be a party to, or may be pecuniarily or otherwise interested in any contract or transaction of this corporation, provided that the fact that he or such firm is so interested shall be disclosed or shall have been known to the Board of Directors or a majority thereof, and any director of this corporation, provided that the fact that he or such firm is so interested shall be disclosed or shall have been known to the Board of Directors or a majority thereof, and any director of this corporation who is also a director or an officer of such other corporation, or who is so interested may be counted in determining the existence of a quorum at any meeting of the Board of Directors of this corporation who is also a director or an officer of such other corporation, or who is so interested may be counted in determining the existence of a quorum at any meeting of the Board of Directors of this corporation which shall authorize any such contract or transaction with like force and effect as if he were not such a director or officer of such other corporation, or not so interested.

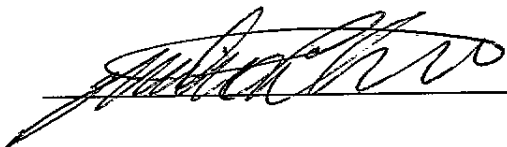
ARTICLE XI

The private property of the stockholders shall not be subject to payment of the corporate debts in any extent whatsoever. The corporation shall have a first lien on the shares of its stockholders and upon the dividends due them for any indebtedness of such stockholders to the corporation.

ARTICLE XII

This corporation shall indemnify and insure its officers and directors to the fullest extent permitted by law either now or hereafter.

IN WITNESS WHEREOF, PEDRO CELIN, the undersigned, being the original subscribers to the capital stock herein before named, for the purpose of forming a corporation to do business both within and without the state of Florida, under the laws of Florida, make and file these Articles of Incorporation, hereby declaring and certifying that the facts herein stated are true, and agree to take the number of shares herein above set forth, and hereunto set our hands and seals this 14th day of JUNE, 1999.

 (SEAL)

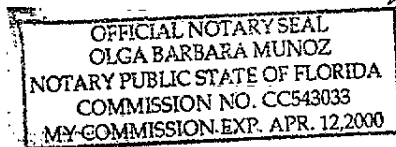
STATE OF FLORIDA)
) SS:
COUNTY OF DADE)

BEFORE ME, the undersigned authority, personally appeared PEDRO CELIN, to me known to be the person(s) described in and who executed the foregoing Articles of Incorporation, who, after being duly sworn under oath, acknowledged before me that they executed the same for the purposes therein expressed.

WITNESS my hand and official seal in the state and county aforesaid this 14th
day of JUNE, 1999.


NOTARY PUBLIC

My commission expires:



Pedro Celin is personally known to me or has produced
as identification.

CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE
SERVICE OF PROCESS WITHIN THIS STATE, NAMING AGENT UPON WHOM
PROCESS MAY BE SERVED.

In pursuance of Chapter 48.091, Florida Statutes, the following is submitted, in
compliance with said act:

First--That JENYCOLE, INC. desiring to organize under the laws of
the State of Florida with its principal office, as indicated in the Articles of Incorporation
at City of MIAMI, County of MIAMI-DADE, State of FLORIDA has named
PEDRO CELIN, located at 46 S.W. 135TH AVENUE, City of
MIAMI, County of MIAMI-DADE, State of FLORIDA, as its agent to
accept service of process within this state.

ACKNOWLEDGMENT: (MUST BE SIGNED BY DESIGNATED AGENT)

Having been named to accept service of process for the above stated corporation,
at place designated in this certificate, 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 

(Resident Agent)

FILED
99 JUN 16 AM 9:18
SECRETARY OF STATE
TALLAHASSEE FLORIDA