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Florida Department of State
Division of Corporations
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To: Division of Corporations
Fax Number : (850) 922-4001

From: Account Name : EMPIRE CORPORATE KIT COMPANY
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FLORIDA PROFIT CORPORATION OR P.A.

minifolks, inc.

Certificate of Status	0
Certified Copy	1
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6/18/99
[Signature]

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ARTICLES OF INCORPORATION

OF

MINIFOLKS, INC.

The undersigned subscriber to these Articles of Incorporation, a natural person, competent to contract, by and under the Statutes of the State of Florida providing for formation, liability, rights, privileges and immunities of corporation for profit, hereby forms a corporation under the laws of the State of Florida.

ARTICLE I

Name

The name of this corporation is: MINIFOLKS, INC.

ARTICLE II

Duration

This corporation is to have perpetual existence.

ARTICLE III

Purpose

The corporation is organized for the purposes of transacting any and all lawful business permitted under the laws of the United States of America or the State of Florida.

ARTICLE IV

Capital Stock

The aggregate number of shares which the corporation has authority to issue is 500 shares all of which shall be common stock with a par value of \$1.00 per share.

Prepared by: Bruce Lemchick, Esq.
9230 S. Dadeland Blvd., #1101
Miami, Florida 33156

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ARTICLE V

Initial Capital

The corporation will begin business with a sum of Five Hundred Dollars (\$500.00) paid in capital.

ARTICLE VI

Initial Business Address And Registered Agent

The street address of the principal place of business of this corporation is 6801 SW 135 Street, Miami, Florida 33156, and the name of the initial Registered Agent of this corporation is Bruce Lamchick.

ARTICLE VII

Directors

The number of directors shall not be less than one (1).

ARTICLE VIII

Initial Directors

The name and address of the initial directors constituting the Board of Directors of the corporation is as follows:

Jonathan Spektor
6801 SW 135th Street
Miami, Florida 33156

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ARTICLE IX

Incorporator

The name and address of the original incorporator of this corporation is: Bruce Lamchick, 9130 S. DADELAND BLVD. SUITE 1101, MIAMI, FL. 33156.

ARTICLE X

Amendments to Articles of Incorporation

The corporation reserves the right to amend or repeal any amendment contained in the Articles of Incorporation, or add to them, and any right conferred upon the shareholders is subject to this reservation.

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation on this 17TH day of June, 1999.

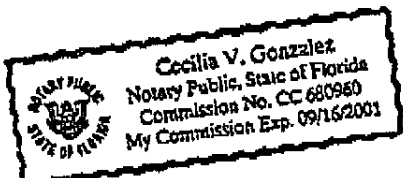
[Handwritten Signature]
BRUCE LAMCHICK

STATE OF FLORIDA: :SS
COUNTY OF DADE :

I HEREBY CERTIFY that on the 17TH day of June, 1999, before me a Notary Public duly authorized to take acknowledgments in the State and County aforesaid, personally appeared BRUCE LAMCHICK, to me well known to be the person described in and who executed the foregoing Articles of Incorporation, and acknowledged before me that he subscribed to these Articles of Incorporation.

WITNESS my hand and seal in the County and State last aforesaid this 17TH day of June, 1999.

[Handwritten Signature]
NOTARY PUBLIC
STATE OF FLORIDA
MY COMMISSION EXPIRES:



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

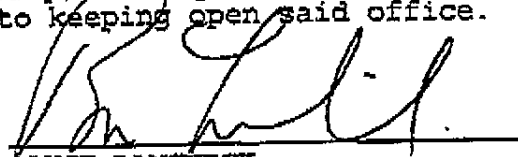
In pursuance of Chapter 48.091, Florida Statutes, the following is submitted in compliance with said Act:

First, That MINIFOLKS, INC., desiring to organize under the laws of the State of Florida within its principal offices, as indicated in the Articles of Incorporation at City of MIAMI, County of DADE, State of Florida, has named as its agent to accept services within this state:

BRUCE LAMCHICK, ESQUIRE
9130 S. DADELAND BLVD.
Suite 11011
MIAMI, FLORIDA 33156

ACKNOWLEDGMENT:

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.



BRUCE LAMCHICK
Registered Agent

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