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FILED
99 JUL -7 AM 8:57
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

May 21, 1999

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

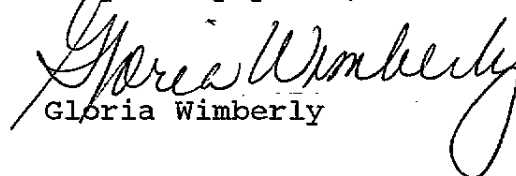
EFFECTIVE DATE
7-1-99

RE: Tiffany Enterprise, Inc.

Dear Sir:

Enclosed please find an original and one copy of the Articles of Incorporation for Tiffany Enterprise, Inc, along with our check in the amount of \$78.75 for processing fee. Please return a copy to us.

Very truly yours,


Gloria Wimberly

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-05/25/99-01006-008
*****78.75 *****78.75

3589,
789,625,2551,2550
W/99-12575



FLORIDA DEPARTMENT OF STATE
Katherine Harris
Secretary of State

May 28, 1999

GLORIA WIMBERLY
4521 S. W. 25TH STREET
HOLLYWOOD, FL 33023

SUBJECT: TIFFANY ENTERPRISE, INC.
Ref. Number: W99000012575

We have received your document for TIFFANY ENTERPRISE, INC. and your check(s) totaling \$78.75. However, the enclosed document has not been filed and is being returned for the following correction(s):

You must list the corporation's principal office and/or a mailing address in the document.

The effective date is not acceptable since it is not within five working days of the date of receipt.

We regret that we were unable to contact you by phone. Please return the corrected document with a letter providing us with an address and telephone number where you can be reached during working hours.

Please return the original and one copy of your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 487-6972.

Doris Brown
Document Specialist

Letter Number: 799A00029555

EFFECTIVE DATE

7-1-99

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION

OF

TIFFANY ENTERPRISE, INC.

The undersigned does 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 - NAME

The name of this corporation shall be TIFFANY ENTERPRISE, INC.

ARTICLE II - PURPOSE

This corporation is being organized for the purpose of transacting any and all lawful business as permitted under the laws of the State of Florida.

ARTICLE III - CAPITAL STOCK

This corporation is authorized to issue 500 shares of \$1.00 par value common stock, which shall be designated as "Common Shares". All of said stock shall be payable in cash, property (real or personal) or labor or services in lieu thereof at a just valuation to be fixed by the Board of Directors.

ARTICLE IV - VOTING RIGHTS

Except as otherwise provided by law, the entire voting power for the election of directors and for all other purposes shall be vested exclusively in the holders of the outstanding Common Share.

ARTICLE V - TERM

This corporation shall commence its existence on July 1, 1999 and shall exist perpetually thereafter unless sooner dissolved according to the law.

ARTICLE VI - PREEMPTIVE RIGHTS

Every shareholder, upon the sale of any new stock of this corporation of the same kind, class or series as that which he/she already holds, shall have the right to purchase his/her pro-rata share thereof (as nearly as may be done without the issuance of fractional shares) at the prices at which it is offered to others.

ARTICLE VII - INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered agent's office of this corporation is 4330 S. W. 27th Street, Hollywood, Florida 33023, and the initial registered agent is Gloria Wimberly.

ARTICLE VIII - PRINCIPAL PLACE OF BUSINESS

The principal place of business shall be 4330 S. W. 27th Street, Hollywood, Florida 33023.

ARTICLE IX - INITIAL BOARD OF DIRECTORS

This corporation shall have at least one director initially with the exact number of directors to be specified by the shareholders from time to time unless the shareholders shall, by a majority vote, determine that the corporation be managed by the shareholders. The name and address of the initial director of this corporation is the President, JACK WIMBERLY, 4521 S. W. 25th Street, Hollywood, Florida 33023.

The name and address of the Secretary is Marcia Williams, 4521 S. W. 25th Street, Hollywood, Florida 33023; the treasurer is Gloria Wimberly, 4330 S. W. 27th Street, Hollywood, Florida 33023. The address of the corporations's principal place of business is 4330 S. W. 27th Street, Hollywood, Florida 33023.

ARTICLE X - INDEMNIFICATION

The corporation shall indemnify any officer or director or any former officer or director to the full extent permitted by law now existing or hereafter enacted.

ARTICLE XI

No contract or other transaction between this corporation, and 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 individually, or any firm of which 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 he or such firm is so interested shall be disclosed or shall have know to the Board of Directors or a majority thereof, and any director of this corporation who is also a director or any officer of such corporation, or 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 director or officer of such other corporation, or not so interested.

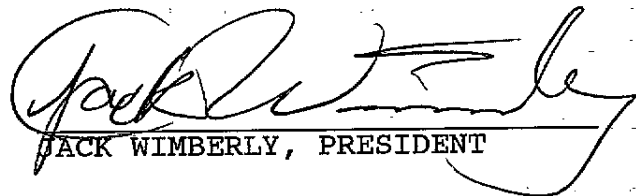
ARTICLE XI

The private property of the stockholders shall not be subject to the payment of the corporate debts to 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.

EFFECTIVE DATE


July 1, 1999.

IN WITNESS WHEREOF, the undersigned subscriber has executed these ARTICLES OF CORPORATION, this 30th day of June, 1999.

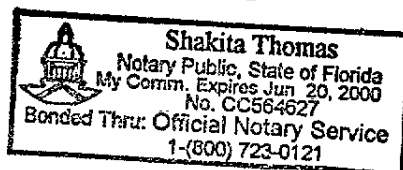

JACK WIMBERLY, PRESIDENT

STATE OF FLORIDA)
) ss:
COUNTY OF BROWARD)

199 9, BEFORE ME, this 30th day of June,
the undersigned appeared Jack Wimberly,
who is personally known to me or who has provided
as identification number _____ and
who does/does not take an oath.


NOTARY PUBLIC
Shakita Thomas
PRINT NAME

My commission expires:



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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

CERTIFICATE DESIGNATING REGISTERED AGENT

Pursuant to Chapter 48.091, Florida Statutes, the following is submitted in compliance with said statute:

That TIFFANY ENTERPRISE, INC., desiring to organize under the laws of the State of Florida with its principal office, as indicated in the Articles, has named Gloria Wimberly, 4330 S. W. 27th Street, Hollywood, Florida 33023, as its agent to accept service of process within the State.

Having been named to accept service of process for the above stated corporation, at the place designated in this certificate, I hereby accept to act in this capacity, and agree to comply with the provisions of said act relative to keeping said office open.

6/30/99
Date

Gloria Wimberly
Gloria Wimberly
Registered Agent