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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 : FAS-T CORP. AGENTS, INC.
Account Number : 071001002335
Phone : (305) 599-0839
Fax Number : (305) 716-0346

99 JUL 27 PM 4:54
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FLORIDA PROFIT CORPORATION OR P.A.

CHANGE OF SCENERY, INC.

Certificate of Status	0
Certified Copy	1
Page Count	03
Estimated Charge	\$78.75

Articles of Incorporation
of
CHANGE OF SCENERY, INC.

Article I. Name

The name of this Florida corporation is:
CHANGE OF SCENERY, INC.

Article II. Address

The mailing address of the Corporation is:

CHANGE OF SCENERY, INC.
9285 CHELSEA DRIVE
PLANTATION, FL 33324

Article III. Capital Stock

The Corporation shall have the authority to issue 100 shares of
common stock, par value \$1.00 per share.

Article IV. Registered Agent

The name and address of the registered agent of the Corporation is:

SUSAN DEMAY
9285 CHELSEA DRIVE
PLANTATION, FL 33324

Article V. Board of Directors

The affairs of the Corporation shall be managed by a Board of
Directors consisting of no less than one director. The number of directors may
be increased or decreased from time to time in accordance with the Bylaws of
the Corporation. The election of directors shall be done in accordance with the
Bylaws. The directors shall be protected from liability to the fullest extent
permitted by law. The name of each initial member of the Corporation's Board of
Directors are:

Susan Demay - 9285 Chelsea Drive - Plantation, FL 33324
Cheryl Gotbaum - 1331 N.W. 93 Terrace - Plantation, FL 33322

Prepared by:
Barreras & Rachlin, P.A., 11120 N. Kendall Dr., #201, Miami, FL 33176
(305)270-2040

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Article VI.

The corporation shall have perpetual existence and may engage in any and all business permitted under the laws of the State of Florida and the United States.

Article VII. Incorporator

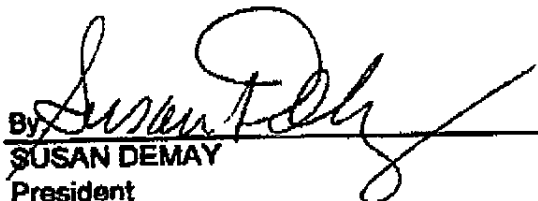
The name and address of the incorporator is:

SUSAN DEMAY
9285 CHELSEA DRIVE
PLANTATION, FL 33324

Article VIII. Corporate Existence

The corporate existence of the Corporation shall be effective upon filing.

The authorized representative of the incorporator executed the Articles of Incorporation on July 6, 1998.

By 

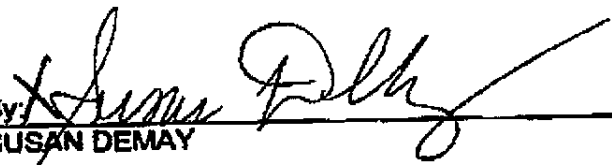
SUSAN DEMAY
President

**CERTIFICATE OF DESIGNATION
REGISTERED AGENT/REGISTERED OFFICE**

**CORPORATION:
CHANGE OF SCENERY, INC.**

**REGISTERED AGENT:
SUSAN DEMAY
9285 CHELSEA DRIVE
PLANTATION, FL 33324**

I agree to act as registered agent to accept service of process for the corporation named above at the place designated in this Certificate. I agree to comply with the provisions of all statutes relating to the proper and complete performance of the registered agent duties. I am familiar with and accept the obligations of the registered agent position.

By: 
SUSAN DEMAY
President

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