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Attorney at Law

STEVEN J. LACHTERMAN  
3001 Ponce De Leon Blvd., Suite 244  
CORAL GABLES, FLORIDA 33134-6824

Tel: (305) 444-6323 Fax: (305) 444-7614  
e-mail Address [Lawcourt@bellsouth.net](mailto:Lawcourt@bellsouth.net)

MEMBER:  
FLORIDA AND NEW JERSEY BAR

July 23,, 1999

FLORIDA DEPARTMENT OF STATE  
ATTENTION: CORPORATIONS NEW FILING DIVISION  
CORPORATION DIVISION  
POST OFFICE BOX 6327  
TALLAHASSEE FLORIDA 32314  
850-488-9000

Mailing Address :  
DEPARTMENT OF STATE  
DIVISION OF CORPORATIONS  
409 EAST GAINES STREET,  
TALLAHASSEE, FL 32399

100002942001--4  
-07/26/99--01158--004  
\*\*\*\*\*70.00 \*\*\*\*\*70.00

RE: NEW CORPORATION: SANCTUARY7, INC.

Dear Document examiner of the New filing section:

Please find enclosed the original and one copy of the articles of incorporation for the above company. Please file the original in your offices, and return to me a stamped in copy, at your earliest convenience. I am enclosing a check for \$70.00 and a self addressed stamped envelope for the return of the stamped in copy.

The \$70.00 check is for the following costs:

1. Filing Fee: \$35.00
  2. Registered Agent Fee: 35.00
- Total : \$70.00

Should you have any questions concerning the above, please do not hesitate to call me collect at (305) 444- 6323  
Very Truly Yours,

Steven J. Lachterman, Esquire.

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

TS 8/2/99

**ARTICLES OF INCORPORATION  
OF  
SANCTUARY7, INC.**

The undersigned incorporator, a natural person, and competent to contract ,hereby forms this following Corporation for profit under the laws of the State of Florida.

**ARTICLE I  
NAME**

The name of this Corporation is **SANCTUARY7, INC.**

**ARTICLE II  
PURPOSE**

The Corporation is organized to engage in any and all business permitted under the laws of the State of Florida.

**ARTICLE III  
CAPITAL STOCK**

The maximum number of shares of stock that this Corporation is authorized to have outstanding at any time is One Hundred ( 100) shares of common stock ; each to have a par value of One Dollar (\$1.00) Authorized Capital stock may be paid for in cash, services, or property, at a just value to be fixed by the Board of Directors. of this Corporation at any regular or special meeting.

**ARTICLE IV  
TERM OF EXISTENCE**

This Corporation is to exist perpetually from the date these Articles are filed with the Department of State, subject to the laws of the State of Florida.

**ARTICLE V  
REGISTERED AGENT AND OFFICE**

The initial Registered Agent and the street address of the initial Registered Office of this Corporation shall be:

**NICOLE PERKOVICH  
376 North East 85th Street  
EL PORTAL, FLORIDA 33138**

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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**ARTICLE VI**  
**DIRECTOR(S)**

This Corporation shall have one (1) director, initially. The number of directors may be changed from time to time in accordance with the by-laws adopted by the director, but the number shall never be less than one (1). The name and street address of the initial director of the Corporation is:

**NICOLE PERKOVICH**  
**376 North East 85th Street**  
**EL PORTAL, FLORIDA 33138**

**ARTICLE VII**  
**INCORPORATOR**

The name and street address of the incorporator is:

**NICOLE PERKOVICH**  
**376 North East 85th Street**  
**EL PORTAL, FLORIDA 33138**

**ARTICLE VIII**  
**PRE-EMPTIVE RIGHTS**

Every shareholder, upon the sale for cash of any new stock of this Corporation of the same kind, class or series as that which he already holds, shall have the right to purchase his prorata share thereof (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

**ARTICLE IX**  
**CUMULATIVE VOTING**

At each election for Director, cumulative voting by shareholder as set forth in Florida Statutes, Chapter 607.097(4) shall be allowed.

**ARTICLE X**  
**PRINCIPAL OFFICE**

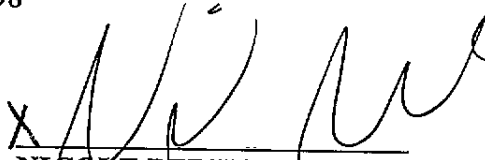
The principal office of **SANCTUARY7, INC.** is Care Of

**NICOLE PERKOVICH**  
**376 North East 85th Street**  
**EL PORTAL, FLORIDA 33138**

**ARTICLE XI**  
**AMENDMENT**

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 a stockholders' meeting by at least a majority of the stock entitled to vote, unless all of the directors and all of the stockholders sign a written statement manifesting their intention that a certain amendment of these Articles of Incorporation be made.

IN WITNESS WHEREOF, the undersigned incorporator has hereunto set her hand and seal this 5 day of December, 1998

  
\_\_\_\_\_  
**NICOLE PERKOVICH**  
Incorporator

STATE OF FLORIDA                     )  
  )SS  
COUNTY OF MIAMI-DADE        )

I HEREBY CERTIFY that on this day, before me, an officer duly authorized in the State and County aforesaid to take acknowledgments, personally appeared: **NICOLE PERKOVICH** who is personally known to me or produced \_\_\_\_\_, as identification and is to me known to be the person described in and who executed the foregoing instrument and acknowledged before me that she executed the same.

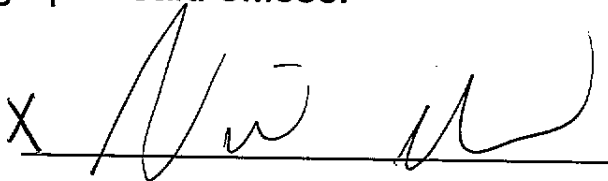
WITNESS my hand and official seal in the County and State last aforesaid this 5 day of December, 1998

My Commission Expires:

\_\_\_\_\_  
NOTARY PUBLIC STATE OF FLORIDA  
\_\_\_\_\_

**Acceptance by Registered Agent:**

Having been named to accept service of process for the above named Corporation, at the place designated in these Articles, I hereby accept this appointment and agree to comply with the provisions of Chapter 48.091, Florida Statutes, relative to keeping open said offices.

X 

REGISTERED AGENT

NICOLE PERKOVICH

NICOLE PERKOVICH  
7136 Bonita Drive, Unit #3  
Miami Beach, Florida 33141

Date: 12-5-98

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TALLAHASSEE, FLORIDA