

TRANSMITTAL LETTER

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FILED
99 JUL 28 PM 1:45

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

DEPARTMENT OF STATE
TALLAHASSEE, FLORIDA

100002943481--7
-07/28/99--01011--002
*****78.75 *****78.75

SUBJECT: Spring Forever, Inc.
(Proposed corporate name - must include suffix)

Enclosed is an original and one(1) copy of the articles of incorporation and a check for :

\$70.00
Filing Fee

\$78.75
Filing Fee
& Certificate

\$122.50
Filing Fee
& Certified Copy

\$131.25
Filing Fee,
Certified Copy
& Certificate

ADDITIONAL COPY REQUIRED

FROM: Perez, Behar, Assoc PA
Name (Printed or typed)

14730 NE 10 Ave
Address

N. Miami, FL 33161
City, State & Zip

305-949-4738
Daytime Telephone number

NOTE: Please provide the original and one copy of the articles. D. BROWN AUG - 3 1999

**ARTICLES OF INCORPORATION
OF
SPRING FOREVER, INC.**

We, the undersigned, all of whom are of legal age, do hereby associate ourselves for the purpose of becoming a corporation under the laws of the State of Florida authorizing the formation of corporations.

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TALLAHASSEE, FLORIDA

ARTICLE I

The name of this corporation shall be:
SPRING FOREVER, INC.

ARTICLE II

The purpose is to engage in any activities or business permitted under the laws of the United States and the State of Florida.

ARTICLE III

It shall have the authority to issue 100 shares of stock, all of one class, with \$ 1.00 par value.

ARTICLE IV

The corporation shall begin with \$ 100.00 capital.

ARTICLE V

The period of its duration is perpetual.

ARTICLE VI

The address of its principal office is:

11231 NW 7th St. # 10
Miami, FL. 33172-6501

Prepared by:
Perez, Behar & Associates, Inc.
14730 NE 10th Ave.
N Miami, FL. 33161
(305) 949-4738

ARTICLE VII

The number of directors constituting its initial Board of Directors is (2) whose name(s) and address(es) is (are):

Felipe Castaneda
11231 NW 7th St. # 10
Miami, Fl. 33172-6501
President 50%

Marie Dianne Castaneda
11231 NW 7th St. # 10
Miami, Fl. 33172-6501
Vice President 50%

ARTICLE VIII

The name and address of the subscriber is:

Felipe Castaneda
11231 NW 7th St. # 10
Miami, Fl. 33172-6501

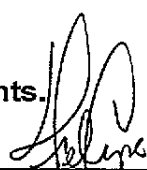
ARTICLE IX

The permanent agent and address for the corporation shall be:

PEREZ, BEHAR & ASSOCIATES, INC.
14730 N.E. 10TH AVENUE
N.MIAMI, FL. 33161

ARTICLE X

Shareholders shall be entitled to preemptive rights.



Felipe Castaneda

CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE SERVICE OF PROCESS WITHIN FLORIDA, NAMING AGENT UPON WHOM PROCESS MAY BE SERVED. IN COMPLIANCE WITH SECTION 48.091, FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED:

FIRST THAT SPRING FOREVER, INC. DESIRING TO ORGANIZE OR QUALIFY UNDER THE LAWS OF THE STATE OF FLORIDA, WITH ITS PRINCIPAL PLACE OF BUSINESS AT CITY OF MIAMI, STATE OF FLORIDA HAS NAMED PEREZ, BEHAR & ASSOCIATES, INC. AS ITS AGENT TO ACCEPT SERVICE OF PROCESS WITHIN FLORIDA.

Signature: _____



Title: PRESIDENT

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CLERK OF STATE
TALLAHASSEE, FLORIDA

HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION, AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY AGREE TO ACT IN THIS CAPACITY, AND I FURTHER AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATIVE TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES.

Signature: _____



**RAMON PEREZ VICE-PRESIDENT
PEREZ, BEHAR & ASSOCIATES, INC.**

Date: _____

7-22-99