

P99000102719

LADY CHAMPAGNE, INC.
1517 Seventh Avenue, Suite F
Tampa, FL 33605
(813) 248-4555

November 17, 1999

Florida Department of State
Division of Corporations
Attn: Filing Desk
409 E. Gaines St.
Tallahassee, FL 32399

400003051284--8
-11/22/99--01106--015
*****78.75 *****78.75

Re: Lady Champagne, Inc.

Dear Sir or Madam:

Enclosed are the Articles of Incorporation for Lady Champagne, Inc. along with a check in the amount of \$78.75 to cover all fees, including a certified copy of the Articles. If you need further information, please contact me at the above listed number.

Sincerely,

Stacy L. Bagley

Stacy L. Bagley

FILED
99 NOV 22 PM 12:10
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

EFFECTIVE DATE
11-17-99

age 11/24

**ARTICLES OF INCORPORATION
OF
LADY CHAMPAGNE, INC.**

ARTICLE I

Corporate Name and Principal Office

The name of this corporation is Lady Champagne, Inc. and its principal office and mailing address is 1517 Seventh Avenue, Suite F, Tampa, Florida 33605.

ARTICLE II

Commencement of Corporate Existence

The corporation shall come into existence on November 17, 1999.

ARTICLE III

General Nature of Business

This corporation may engage in any activity or business permitted under the laws of the United States or of the State of Florida.

ARTICLE IV

Common Capital Stock

The aggregate number of shares of common stock that this corporation shall be authorized to have outstanding at any one time shall be 50 million shares of common stock at no par per share. Each share of issued and outstanding common stock shall entitle the holder thereof to participate in all shareholder meetings, to cast one vote on each matter with respect to which shareholders have the right to vote, and to share ratably in all dividends and other distributions declared and paid with respect to the common stock, as well as in the net assets of the corporation upon liquidation or dissolution.

ARTICLE V

Initial Registered Office and Agent

The street address of the initial registered office of the corporation shall be 1517 Seventh Avenue, Suite F, Tampa, Florida 33605, and the initial registered agent of the corporation at such address is Stacy L. Bagley.

EFFECTIVE DATE
11-17-99

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ARTICLE VI

Incorporator

The name and address of the corporation's incorporator is:

NAME

Stacy L. Bagley

ADDRESS

1517 Seventh Avenue, Suite F
Tampa, Florida 33605

ARTICLE VII

By-Laws

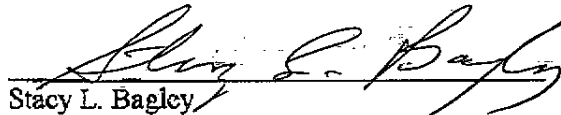
The power to adopt, alter, amend or repeal by-laws of this corporation shall be vested in its shareholders and separately in its Board of Directors, as prescribed by the by-laws of the corporation.

ARTICLE VIII

Indemnification

If in the judgment of a majority of the entire Board of Directors, (excluding from such majority any director under consideration for indemnification), the criteria set forth in 607.0850(1) or (2), Florida Statutes, as then in effect, have been met, then the corporation shall indemnify any director, officer, employee, or agent thereof, whether current or former, together with his or her personal representatives, devisees or heirs, in the manner and to the extent contemplated by 607.0850, as then in effect, or by any successor law thereto.

IN WITNESS WHEREOF, the undersigned has executed these Articles this 17th day of November, 1999.


Stacy L. Bagley

**CERTIFICATE DESIGNATING
REGISTERED AGENT**

Pursuant to the provisions of 48.091 and 607.0501, Florida Statutes, Sentry Communication Services, Inc., desiring to organize under the laws of the State of Florida, hereby designates Stacy L. Bagley, an individual resident of the State of Florida, as its Registered Agent for the purpose of accepting service of process within such State and designates 1517 Seventh Avenue, Suite F, Tampa, Florida 33605, the business office of its Registered Agent, as its Registered Office.

LADY CHAMPAGNE, INC.

By: _____

Stacy L. Bagley, Incorporator

ACKNOWLEDGMENT

I hereby accept my appointment as Registered Agent of the above named corporation, acknowledge that I am familiar with and accept the obligation imposed by Florida law upon that position, and agree to act as such in accordance with provisions of 48.091 and 607.0505, Florida Statutes.

Stacy L. Bagley

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TAMPA, FLORIDA