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FILED

MAY 25 2004

Dean Heller
Secretary of State

Articles of Incorporation

(PURSUANT TO NRS 78)

Important: Read attached instructions before completing form.

ABOVE SPACE IS FOR OFFICE USE ONLY

1. Name of Corporation:	KOKOWEEF, INC.		
2. Resident Agent Name and Street Address: <small>(must be a Nevada address where process may be served)</small>	PATRICK C. CLARY, CHARTERED Name 8144 BAY HARBOR DRIVE Street Address LAS VEGAS NEVADA 89128 City State Zip Code Optional Mailing Address City State Zip Code		
3. Shares: <small>(number of shares corporation authorized to issue)</small>	Number of shares with par value: 75,000,000 Par value: \$.001 Number of shares without par value:		
4. Names & Addresses of Board of Directors/Trustees: <small>(attach additional page there is more than 3 directors/trustees)</small>	1. TED R. BURKE Name 2533 SUN REEF ROAD Street Address LAS VEGAS NEVADA 89128 City State Zip Code 2. MIKE MACKEY Name 2315 NORTH GATEWAY ROAD Street Address LAS VEGAS NEVADA 89115 City State Zip Code 3. RICHARD RENEL Name 4125 NORTH TORREY PINES DRIVE Street Address LAS VEGAS NEVADA 89108 City State Zip Code		
5. Purpose: <small>(optional-see instructions)</small>	The purpose of this Corporation shall be:		
6. Names, Address and Signature of Incorporator: <small>(attach additional page there is more than 1 incorporator)</small>	CATHERINE S. RATELLE Name Signature 7201 WEST LAKE MEAD BOULEVARD, SUITE 503 Address LAS VEGAS NEVADA 89103 City State Zip Code		
7. Certificate of Acceptance of Appointment of Resident Agent:	I hereby accept appointment as Resident Agent for the above named corporation. Signature of R. A. or On Behalf of R. A. Company Date MAY 25, 2004		

This form must be accompanied by appropriate fees. See attached fee schedule.

Law Offices of
PATRICK C. CLARY, CHARTERED
7201 West Lake Mead Boulevard, Suite 503
Las Vegas, Nevada 89128
Tel: 702.382.0813 - Fax: 702.382-7277

ARTICLES OF INCORPORATION
OF
KOKOWEEF, INC.
(A Nevada Corporation)

KNOW ALL MEN BY THESE PRESENTS:

That I, the undersigned, having this day associated for the purpose of forming a corporation under and by virtue of the laws of the State of Nevada, hereby adopt the following Articles of Incorporation:

ARTICLE I

The name of the corporation is:

KOKOWEEF, INC.

ARTICLE II

The principal place of business of the corporation located within the State of Nevada shall be 8144 Bay Harbor Drive, Las Vegas, Clark County, Nevada 89128, but the board of directors may establish from time to time other places within and without the State of Nevada for the conduct of business.

ARTICLE III

PATRICK C. CLARY, CHARTERED, a Nevada professional corporation, the address of which is 8144 Bay Harbor Drive, Las Vegas, Clark County, Nevada 89128, is hereby appointed and made the lawful resident agent for and on behalf of this corporation in and for the State of Nevada, to accept and acknowledge service of, and upon which may be served, all necessary process or processes of any action, suit, or proceeding that may be had or brought against this corporation in any of the courts of the said State of Nevada; such services of process of notice or the acceptance thereof endorsed thereon by said agent shall have the same force and effect as if served upon this

1 corporation, and said agent shall be in charge of the principal office
2 of the corporation. This appointment may be revoked at any time by
3 the filing of the appointment of another agent.

4 **ARTICLE IV**

5 The nature of the business or objects or purposes proposed to be
6 transacted, promoted, or carried on by the corporation shall be to
7 engage in any lawful activity.

8 **ARTICLE V**

9 The amount of capital stock authorized is seventy-five million
10 (75,000,000) shares of common stock having par value of \$.001 per
11 share.

12 The consideration for the issuance of shares may be paid in whole
13 or in part, in money, labor, property, or other thing of value. When
14 payment of the consideration for which shares are to be issued shall
15 have been received by the corporation, such shares shall be deemed to
16 be fully paid and non-assessable. In the absence of fraud in the
17 transaction, the judgment of the board of directors as to the value
18 of the consideration for shares shall be conclusive.

19 No holder of any of the stock of the corporation shall, as such
20 holder, have any right to purchase or subscribe for any stock of any
21 class which the corporation may issue or sell, whether or not such
22 stock is exchangeable for any stock of the corporation of any other
23 class or classes, and whether such stock is issued out of the number
24 of shares authorized by the Articles of Incorporation as originally
25 filed, or by an any amendment thereof, or out of shares of the stock
26 of the corporation acquired by it after the issue thereof; nor shall
27 any holder of any of the stock of the corporation, as such holder,
28 have any right to purchase or subscribe for any obligation which the

corporation may issue or sell that shall be convertible into, or exchangeable for, any shares of the stock of the corporation of any class or classes, or to which shall be attached or shall appertain any warrant or warrants or other instrument or instruments that shall confer upon the holder or owner thereof the right to subscribe for or purchase from the corporation any shares of its stock of any class or classes.

ARTICLE VI

The name and post office address of the incorporator is as follows:

<u>Name</u>	<u>Post Office Address</u>
Catherine S. Ratelle	7201 West Lake Mead Boulevard Suite 503 Las Vegas, Nevada 89128

ARTICLE VII

The corporation shall have perpetual existence.

ARTICLE VIII

The business and affairs of the corporation shall be conducted by a board of directors of such number as the bylaws may from time to time provide. Directors need not be stockholders of the corporation. The corporation will have four (4) initial directors, and the following-named person shall constitute the board of directors until their successor or successors are elected:

<u>Name</u>	<u>Address</u>
Ted R. Burke	2533 Sun Reef Drive Las Vegas, Nevada 89128
Mike Mackey	2315 North Gateway Road Las Vegas, Nevada 89115
Richard Renel	4125 North Torrey Pines Drive Las Vegas, Nevada 89108

1 Richard Dutchik

Post Office Box 411929
Suntree, Florida 32941

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3 The board of directors may, at any time prior to the first annual
4 meeting, elect or appoint additional directors not exceeding the
5 number set forth in the bylaws to serve until the first annual meeting
6 or until their successors are elected and qualified. Thereafter
7 vacancies on the board of directors, however arising, may be filled
8 at any time and from time to time by the remaining directors.

9 The successors of the first board of directors shall be elected
10 at the annual meeting of the stockholders, to be held, commencing with
11 the year 2005 on the date and at the time as provided in the bylaws.
12 The directors shall hold office for one year, or until their
13 successors shall have been duly elected and qualified as provided for
14 in the bylaws, provided, however, that any one or more of the
15 directors may be removed with or without cause at any time by vote or
16 written consent of the stockholders representing not less than two-
17 thirds of the issued and outstanding capital stock entitled to voting
18 power.

19 The board of directors shall elect or appoint a president, a
20 secretary, a treasurer, a resident agent, and such other officers or
21 agents for the administration of the business of the corporation as
22 it shall from time to time determine. Officers of the corporation need
23 not be members of the board of directors.

24 **ARTICLE IX**

25 Except for acts or omissions which involve intentional
26 misconduct, fraud, a knowing violation of the law, or the payment of
27 distributions in violation of Section 78.300 or other applicable
28 provision of Nevada Revised Statutes, no director or officer of the

1 corporation shall incur any personal liability to the corporation or
2 its stockholders for damages for breach of his or her fiduciary duty
3 as a director or officer. Any repeal or modification of this paragraph
4 by the stockholders of the corporation shall be prospective only and
5 shall not adversely affect any limitation on the personal liability
6 of a director or officer of the corporation for acts or omissions
7 prior to such repeal or modification.

8 Subject to the laws of the State of Nevada, specifically
9 including, but not limited to, the provisions of Section 78.751 of
10 Nevada Revised Statutes, as may from time to time be amended, and
11 further subject to the same exceptions set for in the preceding
12 paragraph and to any express provisions relating to indemnification
13 in the bylaws of the corporation, every person who was or is a party
14 or is threatened to be made a party to any threatened, pending, or
15 completed action, suit or proceeding, whether civil, criminal,
16 administrative, or investigative, by reason of the fact that he or
17 she, or a person of whom he or she is the legal representative, is or
18 was a director, officer, employee, or agent of the corporation or is
19 or was serving at the request of the corporation as a director,
20 officer, employee, or agent of another corporation, partnership, joint
21 venture, trust, or other enterprise shall be indemnified and held
22 harmless by the corporation to the fullest extent legally permissible
23 under the laws of the State of Nevada as may be in existence from time
24 to time against all expenses, liability, and loss (including
25 attorneys' fees, judgments, fines, and amounts paid or to be paid in
26 settlement) actually and reasonably incurred or suffered by such
27 person in connection therewith. Such right of indemnification shall
28 be contingent upon, and shall exist only if, such person acted in good

1 faith and in a manner which he or she reasonably believed to be in or
2 not opposed to the best interests of the corporation, and, with
3 respect to any criminal action or proceeding, where such person also
4 had no reasonable cause to believe his or her conduct was unlawful.
5 Such right of indemnification, which is subject to the laws of the
6 State of Nevada and the express provisions relating to indemnification
7 in the bylaws of the corporation, shall be a contract right which may
8 be enforced in any manner desired by such person. Such right of
9 indemnification shall not be exclusive of any other right which such
10 directors, officers, employees, or agents of the corporation may have
11 or hereafter acquire; and such persons shall be entitled to their
12 respective rights of indemnification under the bylaws of the
13 corporation or any agreement, vote of stockholders, provision of law,
14 or otherwise, as well as their rights under this paragraph. The board
15 of directors may adopt bylaws from time to time with respect to
16 indemnification to provide at all times the fullest indemnification
17 permitted by the laws of the State of Nevada. The indemnification
18 provided in this paragraph shall continue as to a person who has
19 ceased to be such a director, officer, employee, or agent and shall
20 inure to the benefit of the heirs, executors, and administrators of
21 such person.

22 **ARTICLE X**

23 To the extent permitted by law, the private property of each and
24 every stockholder, officer, and director of the corporation, real or
25 personal, tangible or intangible, now owned or hereafter acquired by
26 any of them, is and shall be forever exempt from all debts and
27 obligations of the corporation of any kind whatsoever.

ARTICLE XI

In furtherance and not in limitation of the powers vested by law, the board of directors is expressly authorized:

(A) To hold meetings within or outside the State of Nevada;

(B) If the bylaws so provide, to designate two or more of its number to constitute an executive committee, which committee, for the time being, as provided in a resolution or in the bylaws of the corporation, shall have and exercise any or all of the powers of the board of directors in the management of the business and affairs of the corporation; and

(C) Subject to the bylaws, if any, adopted by the stockholders, to make, alter, amend, or change the bylaws of the corporation.

A resolution in writing signed by all of the members of the board of directors of the corporation shall be and constitute action by the board of directors to the effect therein expressed with the same force and effect as though such resolution has been passed at a duly convened meeting, and it shall be the duty of the secretary of the corporation to record every such resolution in the minute book of the corporation under its proper date.

I, THE UNDERSIGNED, being the original incorporator named above for the purpose of forming a corporation under and pursuant to the

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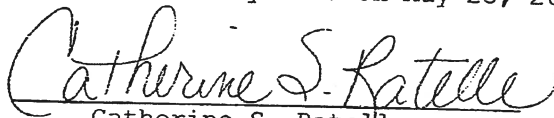
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1 laws of the State of Nevada, do make and file these Articles of
2 Incorporation, hereby declaring and certifying that the facts herein
3 stated are true.

4 IN WITNESS WHEREOF I have hereunto set my hand on May 25, 2004.

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7 Catherine S. Ratelle
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