

**Electronic Articles of Incorporation
For**

**P01000113034
FILED
November 28, 2001
Sec. Of State**

FRANK DIPACE, INC.

The undersigned incorporator, for the purpose of forming a Florida profit corporation, hereby adopts the following Articles of Incorporation:

Article I

The name of the corporation is:

FRANK DIPACE, INC.

Article II

The principal place of business address:

1250 WEST AVENUE
12D
MIAMI BEACH, FL. 33139

The mailing address of the corporation is:

1250 WEST AVENUE
12D
MIAMI BEACH, FL. 33139

Article III

The purpose for which this corporation is organized is:

ANY AND ALL LAWFUL BUSINESS.

Article IV

The number of shares the corporation is authorized to issue is:

Article V

The name and Florida street address of the registered agent is:

FRANK DIPACE
1250 WEST AVENUE
12D
MIAMI BEACH, FL. 33139

I certify that I am familiar with and accept the responsibilities of registered agent.

Registered Agent Signature: FRANK DIPACE

Article VI

The name and address of the incorporator is:

TAMARA L. STACK, ESQ.
144 E. 44TH STREET, 6TH FLOOR
6TH FLOOR
NEW YORK, NEW YORK 10017

Incorporator Signature: TAMARA L. STACK