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FROM: (PLEASE PRINT) PHONE (305) 248-9870

Stanton Chase International
% Arnott Ferguson
1900 North Krome Ave
Homestead FL 33030

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BER(S), (if known):

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EFFECTIVE DATE
06-24-02

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- Not for Profit
- Limited Liability
- Domestication
- Other

AMENDMENTS

- Amendment
- Resignation of R.A., Officer/Director
- Change of Registered Agent
- Dissolution/Withdrawal
- Merger

OTHER FILINGS

- Annual Report
- Fictitious Name

REGISTRATION/QUALIFICATION

- Foreign
- Limited Partnership
- Reinstatement
- Trademark
- Other

SECRETARY OF STATE
TALLAHASSEE, FLORIDA
2002 JUN 21 AM 8:47

FILED

06-24-02

Examiner's Initials J

ARTICLES OF INCORPORATION
OF
STANTON CHASE INTERNATIONAL, INC.

2002 JUN 21 AM 8:48
FILED
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE I. NAME AND ADDRESS. The name of this corporation shall be Stanton Chase International Inc., and its principal office address is 2500 Weston Road, Suite 211, Fort Lauderdale, Florida 33331.

ARTICLE II. DURATION. This corporation is to exist perpetually.

ARTICLE III. PURPOSE. This corporation is organized for the purpose of the transaction of any lawful business for which corporations may be incorporated under the laws of the State of Florida.

EFFECTIVE DATE
06-24-02

ARTICLE IV. CAPITAL STOCK. This corporation is authorized to issue 1000 shares of common stock at \$1.00 per share.

ARTICLE V. INITIAL REGISTERED OFFICE AND AGENT. The street address of the initial registered office of this corporation is 1900 N. Krome Avenue, Homestead, Florida 33030, and the name of the initial Registered Agent of this corporation at that address is G. Arnott Ferguson.

ARTICLE VI. INITIAL BOARD OF DIRECTORS. This corporation shall have one (1) director initially. The number of directors may be either increased or diminished from time to time by the By-Laws but shall never be less than one (1). The name and address of the initial director is:

William E. Frank Jr. 7859 Mandarin Drive
Boca Raton, Florida 33433

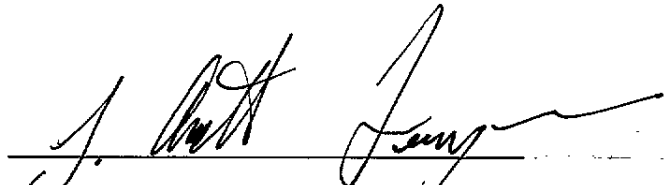
ARTICLE VII. INCORPORATOR. The name and address of the person signing these Articles of Incorporation is:

G. Arnott Ferguson 1900 N. Krome Avenue
Homestead, Florida 33030

ARTICLE VIII. EFFECTIVE DATE. The effective date of this corporation shall be June 24, 2002.

ARTICLE IX. AMENDMENTS. This corporation reserves the right to amend or repeal any provision contained in these Articles of Incorporation, or any amendment thereto, and any right conferred upon the shareholders is subject to this reservation.

In WITNESS WHEREOF, the undersigned Incorporator this 20th day of June, 2002.

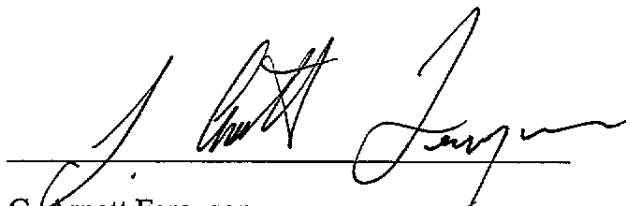


G. Arnott Ferguson

ACCEPTANCE OF REGISTERED AGENT

Having been named as Registered Agent to accept service of process of Stanton Chase International Inc., as designated in these Articles, I hereby accept and agree to act in this capacity and to comply with the provision of said Act relative to keeping said office open.

DATED this 20th day of June, 2002.



G. Arnott Ferguson