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Division of Corporations

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FLORIDA PROFIT CORPORATION OR P.A.

STONE NORTH AMERICA CORP.

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SECRETARY OF STATE
TALLAHASSEE FLORIDA

ARTICLES OF INCORPORATION
OF
STONE NORTH AMERICA CORP.

In compliance with the requirements of F.S. Chapter 607, the undersigned, being a natural person, hereby acts as an incorporator in adopting and filing the following articles of incorporation for the purpose of organizing a business corporation.

ARTICLE I

The name of the Corporation ("Corporation") is **STONE NORTH AMERICA CORP.**

ARTICLE II

The existence of the Corporation shall begin on September 11, 2003.

ARTICLE III

The street address of the principal office of the Corporation is 212 Three Islands Blvd., #105, Hallandale, FL 33009

ARTICLE IV

The maximum number of shares this Corporation is authorized to issue is 500, par value \$0.01 per share, all of which shall be Common Shares. All Common Shares shall be identical with each other in every respect and the holders of Common Shares shall be entitled to one vote for each share on all matters on which shareholders have the right to vote.

ARTICLE V

The initial street address of the Corporation's registered office is 2338 Hollywood Boulevard, Hollywood, FL 33020. The initial registered agent for the Corporation at that address is Jay E. Auerbach, Esq.

ARTICLE VI

The initial board of directors shall consist of one (1) member. This number may be increased or decreased from time to time in accordance with the Corporation's bylaws, but shall never be less than one. The names and addresses of the persons who will serve on the initial board of directors are:

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NAME	ADDRESS	TITLE
JACK STONE	212 Three Islands Blvd., #105 Hallandale, FL 33009	President/Secretary

SECRETARY OF STATE
TALLAHASSEE FLORIDA

ARTICLE VII

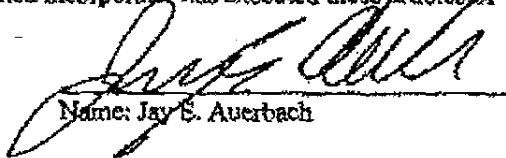
The names and street addresses of the person signing these articles of incorporation are:

NAME	ADDRESS
Jay E. Auerbach	2338 Hollywood Boulevard Hollywood, FL 33020

ARTICLE VIII

The Corporation shall indemnify its directors, officers, employees, and agents to the fullest extent permitted by law.

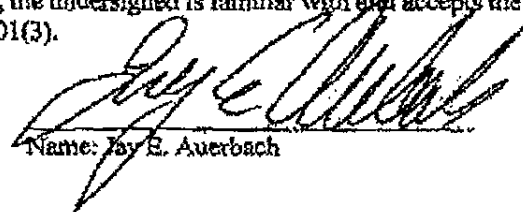
IN WITNESS WHEREOF, the undersigned incorporator has executed these articles of incorporation on September 11, 2003.



Name: Jay E. Auerbach

ACCEPTANCE OF REGISTERED AGENT

Having been named to accept service of process for STONE NORTH AMERICA CORP. at the place designated in the articles of incorporation, the undersigned is familiar with and accepts the obligations of that position pursuant to F.S. 607.0501(3).



Name: Jay E. Auerbach

Date: September 11, 2003.

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