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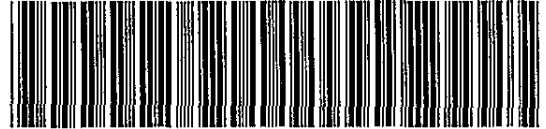
(Business Entity Name)

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

*TS06/04/04*

**RAYMOND S. GRIMM, ESQ.**  
ATTORNEY AND COUNSELOR AT LAW

1800 SECOND STREET SUITE 900  
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June 1, 2004

Department of State  
Division of Corporations  
P.O. Box 6327  
Tallahassee, FL 32314

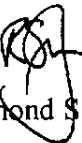
Re: Articles of Incorporation  
Raptor Promotions, Inc.

Dear Ladies and Gentlemen:

Enclosed herein is an original and one copy of the Articles of Incorporation and a check in the amount of \$78.75 for the filing fee and certificate of status in regards to the above-referenced new corporation. Also enclosed is an original and one copy of the Certificate of Designation of Registered Agent.

Thank you for your attention in this matter.

Sincerely,

  
Raymond S. Grimm

RSG  
Encl: as stated  
cc: Mr. Joel A. Marcus

1 ARTICLES OF INCORPORATION  
2 OF  
3 RAPTOR PROMOTIONS, INC.

4 ARTICLE I  
5 CORPORATE NAME

6 1.1 The name of this corporation is RAPTOR PROMOTIONS, INC.

7 1.2 The street address of the initial corporate office of the corporation is 8195 Driggs  
8 West Palm Beach, Fl, 33411. The mailing address of the corporation is the same as the street  
9 address.

10 ARTICLE II  
11 CAPITALIZATION AND STOCK

12 2.1 The aggregate number of shares that the Corporation shall have authority to issue is one  
13 hundred (100) shares. All such shares shall be designated as common stock.

14 ARTICLE III.  
15 PREEMPTIVE RIGHTS

16 3.1. Shareholders shall have preemptive rights acquire the corporation's unissued shares.

17 ARTICLE IV  
18 INITIAL REGISTERED AGENT

19 4.1 The initial registered agent of the corporation is RAYMOND S. GRIMM, ESQ. The initial  
20 registered office of the corporation, which address is identical to the business office of the  
21 registered agent in Florida, is 1800 Second Street, Suite 900, Sarasota, Florida, 34236.  
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26 RAYMOND S. GRIMM  
27 ATTORNEY AT LAW

1800 SECOND STREET, Suite 900

Sarasota, Fl 34236

(941) 906-8353

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ARTICLE V.  
INCORPORATOR

5.1 The name and address of the incorporator of the corporation is JOEL A. MARCUS, 8195 Driggs Hill, West Palm Beach, Florida, 33411.

ARTICLE V  
BOARD OF DIRECTORS

5.1 The Board of Directors shall consist of one (1) director. The name and address of the director is JOEL A. MARCUS, 8195 Driggs Hill, West Palm Beach, Fl, 33411.

5.2 In the event that the number of directors is increased according to the bylaws of the corporation, all of the directors shall be elected at the annual meeting of the shareholders. There shall be no staggering of terms of the directors.

5.3 Unless otherwise provided in these articles or the bylaws of the corporation, the Board of Directors shall have no authority to amend any provision of the articles of incorporation without the majority agreement of the shareholders.

5.4 Unless otherwise provided in these articles or the bylaws of the corporation, the Board of Directors shall have no authority to amend or repeal the bylaws of the corporation without the majority consent of each voting group entitled to vote on any proposed amendment.

ARTICLE VI  
STATUTORY CORPORATE POWERS

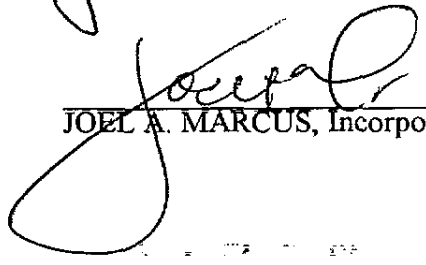
6.1 Pursuant to F.S. 607.0202(3), these articles of incorporation need not set forth any of the statutory corporate powers enumerated in Ch. 607, Florida Statutes, the Florida Business

RAYMOND S. GRIMM  
ATTORNEY AT LAW  
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Sarasota, FL 34236  
(941) 906-8353

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Corporation Act.

DATED this 28<sup>th</sup> day of May, 2004.



\_\_\_\_\_  
JOEL A. MARCUS, Incorporator

CERTIFICATE OF DESIGNATION OF REGISTERED AGENT

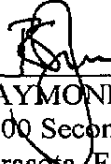
Pursuant to the provisions of F.S. Sec. 607.0501, the undersigned corporation, organized under the Laws of the State of Florida, submits the following statement in designating the registered office/registered agent, in the State of Florida.

The name of the corporation is RAPTOR PROMOTIONS, INC.

The name and address of the registered agent and office is:

RAYMOND S. GRIMM, ESQ.  
1800 Second Street, Suite 900  
Sarasota, FL 34236

Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this certificate, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.

  
\_\_\_\_\_  
RAYMOND S. GRIMM, ESQ.  
1800 Second St. Suite 900  
Sarasota, FL 34236

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