

Division of Corporations

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Page 1 of 1  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
04 AUG -2 AM 10: 57

Florida Department of State  
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From: *2124*  
Account Name : BILZIN, SUMBERG BAENA PRICE & AXELROD LLP.  
Account Number : 078350000132  
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**FLORIDA PROFIT CORPORATION OR P.A.**

**Boule Acquisition Corp.**

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SECRET  
DIVISION OF CORPORATE AFFAIRS

04 AUG -2 AM 10: 57

**ARTICLES OF INCORPORATION  
OF  
BOULE ACQUISITION CORP.**

**ARTICLE I - NAME**

The name of this corporation is Boule Acquisition Corp.

**ARTICLE II - PRINCIPAL OFFICE AND MAILING ADDRESS**

The principal office and mailing address of this corporation is:

c/o Deborah R. Mayo, Esq.  
200 South Biscayne Boulevard  
Suite 2500  
Miami, Florida 33131

**ARTICLE III - PURPOSE**

This corporation is organized for the purpose of transacting any or all lawful business.

**ARTICLE IV - CAPITAL STOCK**

The aggregate number of shares which this corporation shall have authority to issue is One Thousand (1,000) shares of common stock, no par value.

**ARTICLE V - INITIAL REGISTERED OFFICE AND AGENT**

The street address of the initial registered office of this corporation is:

c/o Deborah R. Mayo, P.A.  
200 South Biscayne Boulevard  
Suite 2500  
Miami, Florida 33131;

and the name and address of the initial registered agent of this corporation are:

Deborah R. Mayo, P.A.  
200 South Biscayne Boulevard  
Suite 2500  
Miami, Florida 33131.

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H04000158367

**ARTICLE VI – COMMENCEMENT**

This corporation shall commence on the date on which these Articles of Incorporation are filed with the Secretary of State of Florida.

**ARTICLE VII – INCORPORATOR**

The name and address of the person signing these Articles of Incorporation as incorporator are:

Deborah R. Mayo, Esq.  
200 South Biscayne Boulevard  
Suite 2500  
Miami, Florida 33131.

**ARTICLE VIII – BY-LAWS**

The power to alter, amend or repeal the By-laws of this corporation shall be vested in each of the Board of Directors and the shareholders of this corporation. The shareholders of this corporation may amend or adopt a by-law that fixes a greater quorum or voting requirement for shareholders (or voting groups of shareholders) than is required by law.

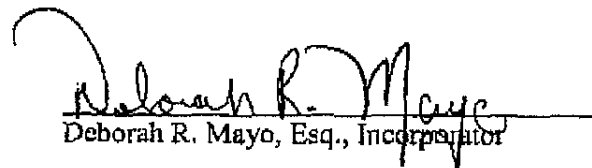
**ARTICLE IX – INDEMNIFICATION**

This corporation shall indemnify any officer, director or incorporator, or any former officer, director or incorporator, of this corporation to the fullest extent permitted by law.

**ARTICLE X – AMENDMENT**

This corporation reserves the right to amend or repeal any provisions 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 has executed these Articles of Incorporation as incorporator thereof as of the 2<sup>nd</sup> day of August, 2004.

  
Deborah R. Mayo, Esq., Incorporator

H04000158367

H04000158367

**ACCEPTANCE OF APPOINTMENT  
AS REGISTERED AGENT**

The undersigned, as President and on behalf of Deborah R. Mayo, P.A., a Florida corporation (the "Corporation"), which has been designated as registered agent for Boule Acquisition Corp., a Florida corporation, in the foregoing Articles of Incorporation of Boule Acquisition Corp., hereby agrees that the Corporation will accept service of process for and on behalf of Boule Acquisition Corp. and that the Corporation will comply with any and all laws, including, without limitation, Section 607.0501, Florida Statutes, as amended, relating to the complete and proper performance of the duties and obligations of a registered agent of a Florida corporation.

Dated: August 2, 2004.

DEBORAH R. MAYO, P.A., a Florida  
corporation

By: Deborah R. Mayo  
Deborah R. Mayo, President

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SECRETARY OF STATE

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