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FLORIDA PROFIT/NON PROFIT CORPORATION

malibu & jagger corporation

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Estimated Charge	\$78.75

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April 5, 2006

FLORIDA DEPARTMENT OF STATE  
Division of Corporations

EMPIRE CORPORATE KIT COMPANY

SUBJECT: MALIBU & JAGGER CORPORATION  
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(8)

**ARTICLES OF INCORPORATION**

**OF**

**MALIBU & JAGGER CORPORATION**

**ARTICLE I  
NAME**

The name of this Corporation is MALIBU & JAGGER CORPORATION.

**ARTICLE II  
PURPOSE**

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

**ARTICLE III  
CAPITAL STOCK**

The Corporation is authorized to issue 1,000 shares of common stock, each at \$0.10 par value.

**ARTICLE IV  
INITIAL REGISTERED OFFICE & AGENT**

The name of the initial registered agent of this Corporation is, together with the agent's address which is the street address of the initial registered office of this Corporation:

JAMES LEE GOLDBERG  
4500 LAKE ROAD, MIAMI, FL 33137

The street address of the office of this Corporation and the business office of its registered agent are identical.

**ARTICLE V  
BOARD OF DIRECTORS**

This Corporation shall have at least one director. The Incorporator shall serve as the initial director. The number of directors of this Corporation may be established from time to time in the manner provided by the Bylaws.

**ARTICLE VI  
INCORPORATOR**

The name and address of the person signing these Articles is:

JAMES LEE GOLDBERG  
4500 LAKE ROAD, MIAMI, FL 33137

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**ARTICLE VII  
INDEMNIFICATION**

The Corporation shall indemnify any Officer or Director or any former Officer or Director, to the full extent permitted by law.

**ARTICLE VIII  
BYLAWS**

The Board of Directors and the shareholders shall each have the power to adopt, alter, amend or repeal Bylaws.

**ARTICLE IX  
CORPORATE EXISTENCE**

The existence of this Corporation shall be perpetual and shall commence on the date of acknowledgment and subscription of these Articles.

IN WITNESS WHEREOF, the undersigned Incorporator has executed these Articles of Incorporation this 31 day of MARCH, 2006.

  
\_\_\_\_\_  
JAMES LEE GOLDBERG,  
Incorporator

**ACCEPTANCE BY REGISTERED AGENT**

The undersigned hereby accepts the appointment to serve as registered agent of MALIBU & JAGGER CORPORATION.

This acceptance is dated the 31 day of MARCH, 2006.

  
\_\_\_\_\_  
JAMES LEE GOLDBERG,  
Registered Agent

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