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Division of Corporations

Page 1

DIVISION OF CORPORATION

# Florida Department of State

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: JAM MARK LIMITED : (305)789-7758

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# FLORIDA PROFIT/NON PROFIT CORPORATION

All American Investments, Inc.

Certificate of Status	0
Certified Copy	1
Page Count	03
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April 18, 2008

FLORIDA DEPARTMENT OF STATE
Division of Corporations

JAM MARK LIMITED

SUBJECT: ALL AMERICAN INVESTMENTS, INC.

REF: W08000019743

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The registered agent and street address must be consistent wherever it appears in your document.

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Loria Poole Regulatory Specialist II New Filing Section FAX Aud. #: H08000099719 Letter Number: 608A00023355

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# ARTICLES OF INCORPORATION

#### OF

# ALL AMERICAN INVESTMENTS, INC.

The undersigned, acting as incorporator of ALL AMERICAN INVESTMENTS, INC. under the Florida Business Corporation Act, adopts the following Articles of Incorporation.

#### ARTICLE I. NAME

The name of the corporation is ALL AMERICAN INVESTMENTS, INC. (the "Corporation").

### ARTICLE II. ADDRESS

The principal and business address of the Corporation is:

c/o Jorge Fergie McKinsey 55 East 52<sup>nd</sup> Street, 18<sup>th</sup> Floor New York, NY 10055

# 2000 APR 18 AM 8: 43 SECRETARY OF STATE TALLAHASSEE, FLORIDA

#### ARTICLE III. COMMENCEMENT OF EXISTENCE

The existence of the Corporation will commence on the date of filing of these Articles of Incorporation.

## ARTICLE IV. PURPOSE

The Corporation is organized to engage in any activity or business permitted under the laws of the United States and Florida.

### ARTICLE V. AUTHORIZED SHARES

The maximum number of shares that the Corporation is authorized to have outstanding at any time is 1,000 shares of common stock having \$0.01 par value per share.

#### H08000099719 3

## ARTICLE VI. INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of the Corporation is 11380 Prosperity Farms Road, #221E, Palm Beach Gardens, FL 33410 and the name of the Corporation's initial registered agent at that address is Corporate Creations Network, Inc.

#### ARTICLE VII. INCORPORATOR

The name and street address of the incorporator is:

Kevin E. Packman 701 Brickell Avenue, Suite 3000 Miami, Florida 33131

# ARTICLE VIII. BYLAWS

The power to adopt, alter, amend or repeal bylaws shall be vested in the board of directors and the shareholders, except that the board of directors may not amend or repeal any bylaw adopted by the shareholders if the shareholders specifically provide that the bylaw is not subject to amendment or repeal by the directors.

## ARTICLE IX. AMENDMENTS

The Corporation reserves the right to amend, alter, change, or repeal any provision in these Articles of Incorporation in the manner prescribed by law, and all rights conferred on shareholders are subject to this reservation.

The undersigned incorporator, for the purpose of forming a corporation under the laws of the State of Florida, has executed these Articles of Incorporation on the 16th day of April, 2008.

Kevin E. Packman, Sole Incorporator

H08000099719 3

CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE SERVICE OF PROCESS WITHIN THIS STATE, NAMING AGENT UPON WHOM PROCESS MAY BE SERVED.

Pursuant to Chapter 48.091, Florida Statutes, the following is submitted:

That ALL AMERICAN INVESTMENTS, INC. desiring to organize under the laws of the State of Florida with its initial registered office as indicated in the Articles of Incorporation at 11380 Prosperity Farms Road, #221E, Palm Beach Gardens, FL 33410 has named Corporate Creations Network, Inc. as its agent to accept service of process within this state.

#### ACKNOWLEDGMENT:

Having been named to accept service of process for the Corporation named above, at the place designated in this certificate, the undersigned agrees to act in that capacity, to comply with the provisions of the Florida Business Corporation Act, and is familiar with, and accepts, the obligations of that positions

Dated this 16th day of April, 2008.

Corporate Creations Network Inc.

im Perkins Vice President

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