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Minda Hamersmith

Attorney at Law

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Telephone (305) 324-6004

August 5, 1997

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

RE: Filing of Articles of Incorporation for Great American Specialties, Inc..

Dear Sir or Madam:

Enclosed herewith are the original and one copy each of the Articles of Incorporation, together with my firm check in the amount of One Hundred Twenty-Two Dollars and 50/100 (\$122.50) which represents the \$35.00 filing fee, \$35.00 registered agent designation fee and \$52.50 for a certified copy of the Articles of Incorporation.

If these meet with your approval, kindly file these Articles of Incorporation and return the certified copy of the said Articles to the undersigned office.

Thanking you in advance for your cooperation and prompt attention in this matter.

Very truly yours,

Thinds Hamoromit

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MINDA HAMERSMITH, ESQUIRE

MH/wh Enclosures

cc: Steven & Vicki Hamersmith

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ARTICLES OF INCORPORATION

OF

GREAT AMERICAN SPECIALTIES, INC.

The undersigned incorporators for purposes of forming a corporation under the Florida Business Corporation Act, hereby make, sign, and adopt these Articles of Incorporation.

ARTICLE I

The name of this corporation shall be GREAT AMERICAN SPECIALTIES, INC. (the "Corporation").

ARTICLE II NATURE OF BUSINESS

The general nature of the business to be transacted by this corporation is: to conduct any and all lawful activities or business permitted under the laws of the United States of America and the State of Florida (and in particular, without limitation, Chapter 607 of the Florida Statutes, entitled the Florida Business Corporation Act which is hereby incorporated by reference herein these Articles of Incorporation).

ARTICLE III CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is:

ONE HUNDRED (100) shares of COMMON STOCK having a nominal or par value of \$1.00 per share of stock.

ARTICLE IV TERM OF EXISTENCE

The corporation is to exist perpetually.

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ARTICLE V INITIAL ADDRESS

The initial post office address of the principal office of the corporation in the State of Florida is: 6224 Leonardo Street, Coral Gables, Florida 33146.

The Board of Directors may from time to time move the principal office to any other address in the State of Florida and establish branches and subsidiaries in any place within and without the United States.

ARTICLE VI INCORPORATORS

The name and street address of the Incorporators to these Articles of Incorporation:

Steven Hamersmith and Vicki Hamersmith 6224 Leonardo Street Coral Gables, Florida 33146

ARTICLE VII DIRECTORS

The number of directors constituting the initial Board of Directors shall be TWO

(2). The number of directors may be increased or decreased from time to time by the ByLaws adopted by the Stockholders. The name and address of the individuals serving as
the initial members of the Board of Directors are as follows:

Steven Hamersmith, 6224 Leonardo Street, Coral Gables, FL 33146

Vicki Hamersmith, 6224 Leonardo Street, Coral Gables, FL 33146

<u>ARTICLE VIII</u> <u>AMENDMENTS</u>

These Articles of Incorporation may be amended in the manner provided by law.

Every amendment shall be approved by the Board of Directors, proposed by them to the

Stockholders and approved at a Stockholder's meeting by a majority of the stock entitled

to vote thereon, unless all directors and stockholders sign a written statement manifesting their intention that certain amendments to these Articles of Incorporation be made.

ARTICLE IX **DESIGNATION OF REGISTERED RESIDENT AGENT**

The initial registered office of the Corporation shall be: 1481 NW North River Drive, Miami, Florida 33125 and the initial registered agent of the Corporation at such office shall be MINDA HAMERSMITH, who upon accepting this designation agrees to comply with the provisions of Section 48.091 Florida Statutes as amended from time to time, with respect to keeping an office open for service of process.

MISCELLANEOUS

This Corporation expressly elects not to be governed by Section 607.0901 of the Florida Business Corporations Act, as amended from time to time, relating to affiliated transactions.

This Corporation expressly elects not to be governed by Section 607.0902 of the Florida Business Corporations Act, as amended from time to time, relating to control share acquisitions

IN WITNESS WHEREOF, the Incorporators have hereunto set their hands and seals this 5 day of August, 1997.

EVEN HAMERSMITH, Incorporator

VICKI HAMERSMITH, Incorporator

STATE OF FLORIDA)

COUNTY OF DADE)

BEFORE ME, the undersigned authority personally appeared STEVEN HAMERSMITH and VICKI HAMERSMITH, who being duly sworn under oath, deposes and says that they are the Incorporators in the above Articles of Incorporation, and that they have read said Articles of Incorporation and signed same for the purpose therein expressed.

WITNESS my hand and official seal this 5 day of August, 1997.

Notary Public State of Florida	minda Hameromit
	(Name of Notary Public, Print,
	Stamp, Type as Commissioned)

Personally known to me or has produced the following:

Driver's License Number:

Social Security Card:

Did take and oath, or [] did not take an oath.

| Minda Hameramith | Notary Public, State of Florida | No

ACCEPTANCE OF APPOINTMENT BY REGISTERED AGENT

Having been appointed and named to accept service of process from GREAT AMERICAN SPECIALTIES, INC. at the place designated in the foregoing Articles, I hereby accept the appointment as registered agent as contained in the foregoing Articles of Incorporation and agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties and state that I am familiar with and accept the obligations of Section 607.0505 of the Florida Business Corporations Act.

MINDA HAMERSMITH,

Registered Resident Agent

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