

LAW OFFICE OF
CRAIG A. JASLOW
ATTORNEY AT LAW
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October 12, 1998

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*****70.00 *****70.00

Florida Department
of State
Division of Corporations
409 E. Gaines Street
Tallahassee, FL 32399

Re: Bandit Trading, Inc.

Dear Sir or Madam:

Please file the enclosed Articles of Incorporation for Bandit Trading, Inc. I have enclosed a check in the amount of \$70.00 for the filing.

Also enclosed is a second original of the Articles of Incorporation. Please stamp and return the second original to me.

Thank you and please do not hesitate to call if you have any questions.

Sincerely,



Craig A. Jaslow

FILED
98 OCT 14 AM 10:11
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Via Federal Express
Enc.
CAJ:lj

(4)

ARTICLES OF INCORPORATION

OF

BANDIT TRADING, INC.

FILED

98 OCT 14 AM 10:11

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned, desiring to form a corporation pursuant to the laws of the State of Florida, hereby makes and files with the Department of State these Articles of Incorporation.

ARTICLE I
NAME

The name of the corporation is Bandit Trading, Inc.

ARTICLE II
DURATION

The period of existence of this corporation is perpetual.

ARTICLE III
PURPOSE

The purpose for which this corporation is formed is to engage in any and all business permitted under the laws of the State of Florida.

ARTICLE IV
POWERS

This corporation shall have the power to carry out any and all of its purposes, and said powers shall include, but not be limited to, the powers granted under the laws of the State of Florida.

ARTICLE V
CAPITAL STOCK

The total authorized capital stock of this corporation is one thousand (1000) shares of common stock with a par value of one cent (\$0.01).

ARTICLE VI
PRINCIPAL OFFICE

The location of the corporation's principal office is 2966 Eagle Estates Circle West, Clearwater, Florida 33761.

ARTICLE VII
INITIAL REGISTERED AGENT

The address and name of the corporation's initial registered agent upon whom process against this corporation may be served is: Craig A. Jaslow, Esq., 9351 Fontainebleau Blvd., Suite B-307, Miami, Florida 33172.

ARTICLE VIII
INITIAL BOARD OF DIRECTORS

The initial Board of Directors shall consist of two directors, who shall not be required to be shareholders. The name and address of the persons serving as initial Directors are:

Jeff Schoenbaum	2966 Eagle Estates Circle West Clearwater, Florida 33761
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Todd Van Emburgh	1717 N. Bayshore Dr., Apt. 2357 Miami, Florida 33132
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ARTICLE IX
INCORPORATOR

The name and address of the Incorporator is: Todd Van Emburgh, 1717 N. Bayshore Dr., Apt. 2357, Miami, Florida 33132.

ARTICLE X
BYLAWS

The power to adopt, alter, amend or repeal bylaws shall be vested in the Board of Directors and the shareholders.

IN WITNESS WHEREOF, the undersigned Incorporator has executed these Articles of Incorporation this 12th day of October, 1998.



Todd Van Emburgh
Incorporator

CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT/REGISTERED OFFICE

BANDIT TRADING, INC.

FILED
98 OCT 14 AM 10:11
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

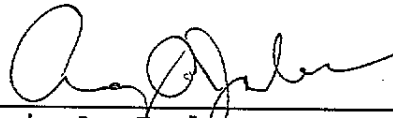
WITNESSETH

That Bandit Trading, Inc., desiring to organize under the laws of the State of Florida, and having its principal office at 2966 Eagle Estates Circle West, Clearwater, Florida 33761, has named Craig A. Jaslow, Esq., whose address is 9351 Fontainebleau Blvd., Suite B-307, Miami, Florida 33172, as its registered agent/office to accept service of process within this State.

ACKNOWLEDGMENT

Having been named as registered agent and to accept service of process for the above-named corporation, at the place designated in this certificate, I hereby agree to serve as the registered agent for the corporation, and agree to comply with the applicable provisions of Florida law.

Dated this 12th day of October, 1998.



Craig A. Jaslow, Esq.
Registered Agent