

F010000005639**TRANSMITTAL LETTER**

To: Qualification/Tax Lien Section
Division of Corporations

SUBJECT: RAPTOR INVESTMENTS, INCORPORATED
(Name of corporation - must include suffix)
(Formerly PARAMARK ENTERPRISES, INC)

Dear Sir or Madam:

The enclosed "Application by Foreign Corporation for Authorization to Transact Business in Florida", "Certificate of Existence", and check are submitted to register the above referenced foreign corporation to transact business in Florida.

Please return all correspondence concerning this matter to the following:

100004654941--5

-10/26/01-01050-001

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

PAUL LOVITO

(Name of Person)

RAPTOR INVESTMENTS, INC.

(Firm/Company)

2855 N. University Dr. #320

(Address)

Coral Springs, FL 33065

(City/State/Zip)

Should you need to call someone concerning this matter, please call:

PAUL LOVITO

(Name of Person)

at (954) 346-5799

(Area Code & Daytime Telephone Number)

STREET ADDRESS:

Qualification/Tax Lien Section
Division of Corporations
409 E. Gaines St.
Tallahassee, FL 32399

MAILING ADDRESS:

Qualification/Tax Lien Section
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

FILED
01 OCT 26 PM 9:34
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

mt
10/30

**APPLICATION BY FOREIGN CORPORATION FOR AUTHORIZATION TO TRANSACT
BUSINESS IN FLORIDA**

IN COMPLIANCE WITH SECTION 607.1503, FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED TO
REGISTER A FOREIGN CORPORATION TO TRANSACT BUSINESS IN THE STATE OF FLORIDA.

1. RAPTOR INVESTMENTS, INCORPORATED
(Name of corporation; must include the word "INCORPORATED", "COMPANY", "CORPORATION" or words or abbreviations of like import in language as will clearly indicate that it is a corporation instead of a natural person or partnership if not so contained in the name at present.)
2. DELAWARE
(State or country under the law of which it is incorporated)
3. 22-3261564
(FEI number, if applicable)
4. December 1985 s. PERPETUAL
(Date of incorporation) (Duration: Year corp. will cease to exist or "perpetual")
5. 10/20/01
(Date first transacted business in Florida.) (SEE SECTIONS 607.1501, 607.1502 and 817.155, F.S.)
6. 2855 N. University Dr. Suite 320
Coral Springs, FL 33065
(Current mailing address)
7. To Engage in any lawful act or activity.
(Purpose(s) of corporation authorized in home state or country to be carried out in state of Florida)
8. Name and street address of Florida registered agent: (P.O. Box or Mail Drop Box NOT acceptable)
Name: PAUL LOVITO
Office Address: 2855 N. University Dr. Suite 320
Coral Springs, Florida, 33065
(Zip code)
10. Registered agent's acceptance:

Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this application, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.


(Registered agent's signature)

11. Attached is a certificate of existence duly authenticated, not more than 90 days prior to delivery of this application to the Department of State, by the Secretary of State or other official having custody of corporate records in the jurisdiction under the law of which it is incorporated.

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01 OCT 26 PM 9:08
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TALLAHASSEE, FLORIDA

Names and addresses of officers and/or directors: (Street address ONLY - P.O. Box NOT acceptable)

A. DIRECTORS (Street address only - P.O. Box NOT acceptable)

Chairman: PAUL Lovito

Address: 2855 N. University Dr. #320
Coral Springs, FL 33065

Vice Chairman: _____

Address: _____

Director: Matthew Lovito

Address: 2855 N. University Dr #320
Coral Springs, FL 33065

Director: Marc Lovito

Address: 2855 N. University Dr #320
Coral Springs, FL 33065

B. OFFICERS (Street address only - P.O. Box NOT acceptable)

President: PAUL Lovito

Address: 2855 N. University Dr. #320
Coral Springs, FL 33065

Vice President: Marc Lovito

Address: 2855 N. University Dr #320
Coral Springs, FL 33065

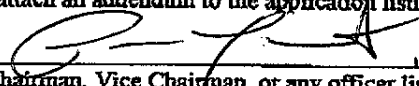
Secretary: Marc Lovito

Address: 2855 N. University Dr. #320
Coral Springs, FL 33065

Treasurer: Matthew Lovito

Address: 2855 N. University Dr. #320
Coral Springs, FL 33065

NOTE: If necessary, you may attach an addendum to the application listing additional officers and/or directors.

13.  Chairman

(Signature of Chairman, Vice Chairman, or any officer listed in number 12 of the application)

14. PAUL Lovito Chairman

(Typed or printed name and capacity of person signing application)

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TALLAHASSEE FLORIDA
SECRETARY OF STATE

State of Delaware
Office of the Secretary of State

PAGE 1

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "PARAMARK ENTERPRISES, INC." IS DULY INCORPORATED UNDER THE LAWS OF THE STATE OF DELAWARE AND IS IN GOOD STANDING AND HAS A LEGAL CORPORATE EXISTENCE SO FAR AS THE RECORDS OF THIS OFFICE SHOW, AS OF THE ELEVENTH DAY OF OCTOBER, A.D. 2001.

AND I DO HEREBY FURTHER CERTIFY THAT THE ANNUAL REPORTS HAVE BEEN FILED TO DATE.

AND I DO HEREBY FURTHER CERTIFY THAT THE FRANCHISE TAXES HAVE BEEN PAID TO DATE.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA



Harriet Smith Windsor
Harriet Smith Windsor, Secretary of State

2348482 8300

AUTHENTICATION: 1386992

010507341

DATE: 10-11-01

STATE OF DELAWARE
 SECRETARY OF STATE
 DIVISION OF CORPORATIONS
 FILED 12:39 PM 10/16/2001
 010514631 - 2348482

**CERTIFICATE of AMENDMENT
 OF
 Paramark Enterprises, Inc.**

The undersigned, being the President of Paramark Enterprises, Inc., a Delaware Corporation, hereby certifies that by unanimous vote of the Board of Directors and majority vote of the Stockholders at a meeting held upon notice in accordance with Sections 222 and 242 of the General Corporation Law of the State of Delaware on October 12, 2001, it was agreed that this CERTIFICATE OF AMENDMENT of Paramark Enterprises, Inc. be filed.

The undersigned further certifies that the original Certificate of Incorporation of Paramark Enterprises, Inc., formerly known as T.J. Cinnamons, Inc. was filed with the Secretary of State of Delaware on the 24th day of August, 1993 and a Restated Certificate of Incorporation was filed with the Secretary of State of Delaware on the 30th day of September, 1993. The undersigned further certifies that the Restated Certificate of Incorporation filed on the 30th day of September, 1993, herein is amended to read as follows:

First: The name of the corporation is Raptor Investments, Inc. (the "Corporation").

Fourth: The number of shares of stock which the Corporation shall have authority to issue is 101,000,000 consisting of 100,000,000 shares of Common Stock, par value \$0.01 per share, and 1,000,000 shares of Preferred Stock, par value \$0.01 per share.

The undersigned hereby further certifies that he has on this 12th day of October, 2001, executed this Certificate of Amendment amending the Restated Certificate of Incorporation heretofore filed with the Secretary of State of Delaware.

Paul Lovito, President
 Paul Lovito, President

STATE OF FLORIDA
 COUNTY OF PALM BEACH:

On this 12th day of October, 2001, before me, the undersigned Notary Public in and for the State of Florida, personally appeared Paul Lovito, personally known to me to be the person and officer whose name is subscribed to the foregoing Certificate of Amendment and acknowledged to me that he executed the same.



DON A. PARADISO
 COMMISSION # CC 678597
 EXPIRES JAN 1, 2002
 BONDED BY
 ATLANTIC BONDING CO., INC.

Don A. Paradiso
 Notary Public

01 OCT 26 PM 9:35
 FILED
 SECRETARY OF STATE
 TALLAHASSEE, FLORIDA