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Law Offices Of
Greg Ross, P.A.

Greg Ross
Admitted to
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Of Counsel: Burt E. Eisenberg
Admitted to Florida Bar

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Admitted to Connecticut Bar

Marvin Yaker
Admitted to Florida
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February 2, 2000

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

200003125932--6
-02/07/00--01108--009
122.50 **78.75

RE: Articles of Incorporation

Dear Sir/Madam:

Enclosed please find an original and one copy of the Articles of Incorporation of MAGNA REACTION, INC. Also enclosed is a draft made payable to Department of State, in the amount of \$122.50, representing the filing fees for the enclosed Articles. It is our understanding that the filing of the Articles will take approximately seven to ten business days.

Should you have any questions or concerns regarding the enclosed documentation, please feel free to contact the undersigned.

Respectfully submitted,

GREG ROSS, ESQ.

GR/lcs
Enc.

FILED
00 FEB -7 AM 11:05
SECRETARY OF STATE
TALLAHASSEE, FLORIDA



FEB 1 1 2000

ARTICLES OF INCORPORATION

OF

MAGNA-RECTION, INC.

FILED
00 FEB -7 AM 11:05
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned incorporators, for the purposes of forming a corporation under the Florida Business Corporations Act, hereby adopt(s) the following Articles of Incorporation:

ARTICLE ONE
NAME AND PRINCIPAL ADDRESS

The name of the corporation shall be **MAGNA-RECTION, INC.** The Principal address of the Corporation will be **P.O. BOX 260566, PEMBROKE PINES, FL 33026.**

ARTICLE TWO
DURATION

This corporation shall have perpetual existence commencing on the date of the filing of these Articles with the Department of State.

ARTICLE THREE
PURPOSE

The corporation may transact any and all lawful business for which corporations may be incorporated under Florida law.

ARTICLE FOUR
CAPITAL STOCK

The number of shares of stock that this Corporation is authorized to have outstanding at any one time is one thousand five (1,500) shares at one dollar (\$1.00) par value.

ARTICLE FIVE
PRE-EMPTIVE RIGHTS

Every shareholder, upon the sale for cash of any new stock of this corporation shall have the right to purchase his prorata share thereof (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

ARTICLE SIX
REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this corporation is 400 SE 8TH STREET, FORT LAUDERDALE, FL 33316 and the name of the initial registered agent at that address is GREG ROSS, ESQ.

ARTICLE SEVEN
INCORPORATORS

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

NAME

ADDRESS

STUART PRESSMAN

1208 HIATUS ROAD
PEMBROKE PINES, FL 33026

ARTICLE EIGHT
INDEMNIFICATION

The corporation shall indemnify any officer or director, or any former officer or director, to the full extent permitted by law.

ARTICLE NINE
AMENDMENT

This corporation reserves the right to amend or repeal any

provision contained in these Articles of Incorporation, or any amendment hereto, and any right conferred upon the shareholders is subject to this reservation.

IN WITNESS WHEREOF, the undersigned subscribers have executed these Articles of Incorporation this 31 day of January, 2000.

Stuart Pressman
STUART PRESSMAN

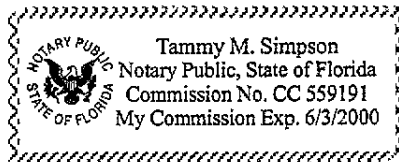
STATE OF FLORIDA)
COUNTY OF Broward)

The foregoing instrument was acknowledged before me this 31 day of January, 2000 by STUART PRESSMAN who is personally known to me or who have produced _____ as identification.

Tammy M. Simpson
NOTARY PUBLIC

Tammy M. Simpson
PRINTED NAME

My commission expires:



Certificate Designating Place of Business or Domicile for the
Service of Process Within This State, Naming Agent Upon Whom
Process May be Served

In compliance with Section 48.091, Florida Statutes, the
following is submitted:

That MAGNA-RECTION, INC., desiring to organize under the laws
of the State of Florida, with its principal office, as indicated in
the Articles of Incorporation at P.O. Box 260566, Pembroke Pines,
County of Broward, State of Florida 33026, has named GREG ROSS,
ESQ., located at 400 SE 8th Street, Fort Lauderdale, County of
Broward, State of Florida 33316, as its agent to accept service of
process within this State.

ACKNOWLEDGMENT:

I hereby certify that I am familiar with and accept the duties
and responsibilities as Registered Agent for said Corporation.

Registered Agent

GREG ROSS, ESQ.

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

00 FEB -7 AM 11:05

FILED