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ANTHONY FATONE, INC.

4175 TANGLEWOOD NORTH APT. 380
PALM BEACH GARDENS, FL 33410

MARCH 14, 2000

Secretary of State
Capitol Building
Tallahassee, FL 32304

Attention: Corporation Division

RE: ANTHONY FATONE, INC.

Dear Sir or Madam,

Please accept for filing, the Articles of Incorporation and the Resident Agent form which designates the Resident Agent for the above-captioned corporation. Enclosed is our check in the amount of \$70.00 to cover the following fees:

Filing Original Articles of Incorporation	\$35.00
Resident Agent Fee	<u>35.00</u>
Total	\$70.00

Cordially,



ANTHONY FATONE.

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

CERTIFICATE OF INCORPORATION
-OF-
ANTHONY FATONE, INC.

The undersigned, for the purpose of forming a corporation under the Florida General Corporation Act, hereby adopts the following Articles of Incorporation:

ARTICLE I. NAME

The name of this corporation is ANTHONY FATONE, INC.

ARTICLE II. DURATION

The term of existence of the corporation is perpetual.

ARTICLE III. PURPOSE

The corporation may transact any and all lawful business for which corporations may be incorporated under the Florida General Corporation Act.

ARTICLE IV. CAPITAL STOCK

The aggregate number of shares which the corporation has authority to issue is 1,000,000, all of which shall be common shares with par value of \$0.01.

ARTICLE V. REGISTERED OFFICE

The street address and mailing address of the principal place of business is 4175 TANGLEWOOD NORTH APT. 380, PALM BEACH GARDENS, FL 33410 and the street address of the initial registered office of the corporation is 4175 TANGLEWOOD NORTH APT. 380, PALM BEACH GARDENS, FL 33410 and the name of the initial registered agent is ANTHONY FATONE.

ARTICLE VI. DIRECTORS

The Board of Directors of the corporation shall consist of one member, but may be increased or decreased by a resolution of the Board of Directors adopted in the manner provided in the Bylaws of the corporation, provided that in no event shall the Board of Directors consist of less than one member.

The name and address of the Director which constitutes the first Board of Directors of the Corporation is:

<u>NAME</u>	<u>ADDRESS</u>
ANTHONY FATONE	4175 TANGLEWOOD NORTH APT. 380 PALM BEACH GARDENS, FL 33410

ARTICLE VII. INCORPORATORS

The name and address of the incorporator of the corporation is:

<u>NAME</u>	<u>ADDRESS</u>
ANTHONY FATONE	4175 TANGLEWOOD NORTH APT. 380 PALM BEACH GARDENS, FL 33410

IN WITNESS WHEREOF, the undersigned have subscribed their name this
14 day of June 2000.

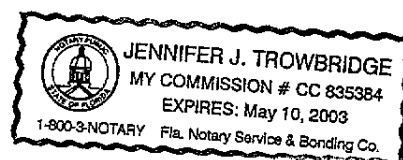

ANTHONY FATONE

STATE OF FLORIDA)
 :SS
COUNTY OF PALM BEACH)

On this day of 2000, before me, the undersigned officer,
personally appeared as ANTHONY FATONE, known to me to be the persons whose
name is subscribed to the within instrument, and acknowledged that they executed the
same for the purposes therein contained.

IN WITNESS WHEREOF, I have hereunto set my hand and official seal.


NOTARY PUBLIC, STATE
OF FLORIDA AT LARGE



FILED

2000 JUN 19 AM 11:10

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

STATE OF FLORIDA

SECRETARY OF STATE

Certificate designating place of business or domicile for the service of process within this state, naming agent upon whom process may be served and names and addresses of the officers and directors.

ANTHONY FATONE, INC.

The following is submitted, in compliance with Chapter 48.091, Florida Statutes:

ANTHONY FATONE, INC., a corporation organized under the laws of the state of Florida, with its principal office at 4175 TANGLEWOOD NORTH APT. 380, PALM BEACH GARDENS, FL 33410 has named ANTHONY FATONE at 4175 TANGLEWOOD NORTH APT. 380, PALM BEACH GARDENS, FL 33410, County of Palm Beach, as its agent to accept service of process within this state.

<u>OFFICERS</u>	<u>TITLES</u>	<u>SPECIFIC ADDRESSES</u>
ANTHONY FATONE	PRESIDENT/DIR.	4175 TANGLEWOOD NORTH APT. 380 PALM BEACH GARDENS, FL 33410

ACCEPTANCE

I agree as Resident Agent to accept service of process: to keep this office open during prescribed hours, to post my name (and any other officers of said corporation authorized to accept service of process at the above Florida designated address) in some conspicuous Place in the office as required by law.

DATED: 6/14/00


ANTHONY FATONE