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Florida Department of State
Division of Corporations
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To:
Division of Corporations
Fax Number : (850)922-4001

EFFECTIVE DATE

10-11-00

From:

Account Name : CORPORATE CREATIONS INTERNATIONAL INC.
Account Number : 110432003053
Phone : (305) 672-0686
Fax Number : (305) 672-9110

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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FLORIDA PROFIT CORPORATION OR P.A.

A & S 1, Inc.

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EFFECTIVE DATE

10-11-00

ARTICLES OF INCORPORATION

Article I. Name

The name of this Florida corporation is:
A & S 1, Inc.

Article II. Address

The Corporation's mailing address is:
A & S 1, Inc.
12924 Vicksburg Drive
Tampa FL 33625

Article III. Registered Agent

The name and address of the Corporation's registered agent is:
Harsha Patel
12924 Vicksburg Drive
Tampa FL 33625

Article IV. Board of Directors

The name of each member of the Corporation's Board of Directors is:
Harsha Patel

The affairs of the Corporation shall be managed by a Board of Directors consisting of no less than one director. The number of directors may be increased or decreased from time to time in accordance with the Bylaws of the Corporation. The election of directors shall be done in accordance with the Bylaws. The directors shall be protected from personal liability to the fullest extent permitted by applicable law.

Wayne M. Levine | FL Bar Member 378410
Law Offices of Wayne Levine
777 Lantana Road
Lantana FL 33462
561-582-8077

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Article V. Capital Stock

The Corporation shall have the authority to issue 2,000 shares of common stock, par value \$.01 per share.

Article VI. Incorporator

The name and address of the incorporator is:

Wayne M. Levine
Law Offices of Wayne Levine
777 Lantana Road
Lantana FL 33462

Article VII. Corporate Existence

These Articles of Incorporation shall become effective and the corporate existence will begin on October 11, 2000.

The undersigned incorporator executed these Articles of Incorporation on October 12, 2000.



WAYNE M. LEVINE

by R.A. Fernandez/as attorney-in-fact

Wayne M. Levine | FL Bar Member 378410
Law Offices of Wayne Levine
777 Lantana Road
Lantana FL 33462
561-582-8077

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**CERTIFICATE OF DESIGNATION
REGISTERED AGENT/OFFICE**

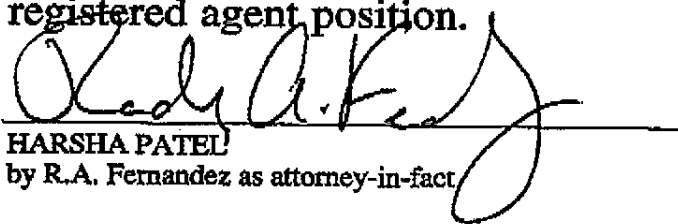
CORPORATION:

A & S 1, Inc.

REGISTERED AGENT/OFFICE:

Harsha Patel
12924 Vicksburg Drive
Tampa FL 33625

I agree to act as registered agent to accept service of process for the corporation named above at the place designated in this Certificate. I agree to comply with the provisions of all statutes relating to the proper and complete performance of the registered agent duties. I am familiar with and accept the obligations of the registered agent position.


HARSHA PATEL
by R.A. Fernandez as attorney-in-fact

Date: October 12, 2000

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