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Florida Department of State
Division of Corporations
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Katherine Harris, Secretary of State

EFFECTIVE DATE
10-10-00

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

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

FLORIDA PROFIT CORPORATION OR P.A.

Swamp Fox Holdings, Inc.

Certificate of Status	1
Certified Copy	0
Page Count	04
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ARTICLES OF INCORPORATION

Article I. Name

The name of this Florida corporation is:
Swamp Fox Holdings, Inc.

EFFECTIVE DATE
10-10-00

Article II. Address

The Corporation's mailing address is:
Swamp Fox Holdings, Inc.
200 South Biscayne Boulevard
Suite 2420
Miami FL 33131

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Article III. Registered Agent

The name and address of the Corporation's registered agent is:
Mark Meland
200 South Biscayne Boulevard
Suite 2420
Miami FL 33131

Article IV. Board of Directors

The name of each member of the Corporation's Board of Directors is:
Mark Meland

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.

Jan Carson Cheezem | FL Bar Member 335193
Cohen | Fox P.A.
201 South Biscayne Boulevard
Suite 850
Miami FL 33131
305-702-3000
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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

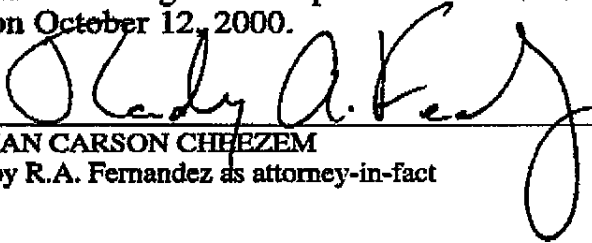
The name and address of the incorporator is:

Jan Carson Cheezem
Cohen I Fox P.A.
201 South Biscayne Boulevard
Suite 850
Miami FL 33131

Article VII. Corporate Existence

These Articles of Incorporation shall become effective and the corporate existence will begin on October 10, 2000.

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



A handwritten signature in black ink, appearing to read 'Jan Carson Cheezem', is written over a horizontal line.

JAN CARSON CHEEZEM
by R.A. Fernandez as attorney-in-fact

Jan Carson Cheezem | FL Bar Member 335193
Cohen I Fox P.A.
201 South Biscayne Boulevard
Suite 850
Miami FL 33131
305-702-3000
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**CERTIFICATE OF DESIGNATION
REGISTERED AGENT/OFFICE**

CORPORATION:

Swamp Fox Holdings, Inc.

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REGISTERED AGENT/OFFICE:

Mark Meland
200 South Biscayne Boulevard
Suite 2420
Miami FL 33131

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.


MARK MELAND
by R.A. Fernandez as attorney-in-fact

Date: October 12, 2000

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