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

From: Account Name : EMPIRE CORPORATE KIT COMPANY
Account Number : 072450003255
Phone : (305) 541-3694
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FLORIDA PROFIT CORPORATION OR P.A.

AMERICAN PROMARK, INC,

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ARTICLES OF INCORPORATION
OF
AMERICAN PROMARK, INC.

Pursuant to the appropriate provisions of the Florida Business Corporation Act, the undersigned corporation (the "Company") adopts the following Articles of Incorporation adopted by unanimous consent of all shareholders entitled to vote on this matter as indicated below.

ARTICLE I - NAME

The name of the Company is AMERICAN PROMARK, INC.

ARTICLE II - PURPOSE

The Company is organized for the purpose of transacting any and all lawful business.

ARTICLE III - DURATION

The Company shall exist perpetually unless sooner dissolved by the shareholders.

ARTICLE IV - ADDRESS

The principal place of business and mailing address of the Company is 4175 SW 64th Street, Suite 110, Davie, Florida 33314.

Prepared by:

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ARTICLE V - STATED CAPITAL

The Company is authorized to issue the following capital stock:

<u>No. Shares</u>	<u>Classification</u>	<u>Par Value</u>
1000	Common	\$1.00

ARTICLE VI - REGISTERED AGENT

The Registered Agent of the Company is Angela Degia, 4175 SW 64th Street, Suite 110, Davie, Florida 33314.

ARTICLE VII - BOARD OF DIRECTORS/INCORPORATORS

The Company shall be managed by a board of directors. The Company shall have one (1) director at the time of the filing of these articles. The name and address of the current director is listed below. This person is the incorporator and he accepts such role (as indicated by his signature) and their business addresses are as follows:

Angela Degia
4175 SW 64th Street
Suite 110
Davie, Florida 33314

The number of directors may be increased or decreased from time to time thereafter in accordance with the bylaws of the Company but shall never be less than one. The director shall hold office until his successor is elected and qualifies as provided in the bylaws.

ARTICLE VIII - OFFICERS

The officers of the Company shall be the president, and a secretary, and, if the board of directors later determines, one or more vice presidents (the number thereof to

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be determined by the board of directors) and a treasurer, each of whom shall be elected by the board of directors. Such other officers and assistant officers may be deemed necessary, may be elected, or appointed by the board of directors. Any two (2) or more offices may be held by the same person.

At the time of the approval of these articles of incorporation, Angela Degia is the President and Secretary of the Company (at the address indicated above). There are no other officers at this juncture.

ARTICLE IX - SHAREHOLDER PROPERTY

Private property of the shareholders shall not be subject to the payment of the Company's debts. The Company shall have a first lien on the shares of its shareholders and upon the dividends due them for any indebtedness of the shareholders to the Company.

ARTICLE X - ACTIONS REQUIRING SHAREHOLDER APPROVAL

Prior to taking any of the actions set forth below, the Company shall procure the consent of the majority of all of the shares of the common stock then issued and outstanding:

- (a) The sale, assignment, transfer, lease, exchange or other disposition of all or substantially all of the Company's assets.
- (b) The issuance of any additional shares of common stock of the Company.
- (c) The merger, consolidation, liquidation or dissolution of the Company.
- (d) Any and all amendments to the articles of incorporation and bylaws of the Company.

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(e) Any change in the amount of capital stock authorized to be issued by the Company.

(f) The issuance of any classes of capital stock other than the type authorized herein.

I, the undersigned, as the incorporator agree, adopt, approve and consent to the above Articles of Incorporation this 16 day of October, 2000.

By Angela E. Degia
Angela Degia

HAVING BEEN NAMED AS REGISTERED AGENT AND TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION AT THE PLACE DESIGNATED IN THIS CERTIFICATE, 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 RELATING TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES, AND I AM FAMILIAR WITH AND ACCEPT THE OBLIGATIONS OF MY POSITION AS REGISTERED AGENT.

By Angela E. Degia
Angela Degia

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