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Division of Corporations

002/006

Page 1 of 1

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Florida Department of State

Division of Corporations

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Katherine Harris, Secretary of State

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To:

Division of Corporations

Fax Number : (850) 922-4001

From:

Account Name : WARD, DAMON & POSNER, P.A.

Account Number : 072262000447

Phone : (561) 842-3000

Fax Number : (561) 842-3626

FLORIDA PROFIT CORPORATION OR P.A.

Lionheart Enterprises, Inc.

Certificate of Status	0
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B. McKnight

DEC 19 2000

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ARTICLES OF INCORPORATION

OF

LIONHEART ENTERPRISES, INC.

THE UNDERSIGNED, acting as incorporator of a Corporation under the Florida Business Corporation Act, adopts the following Articles of Incorporation for such Corporation:

ARTICLE I - NAME

The name of this Corporation is: **LIONHEART ENTERPRISES, INC.**

ARTICLE II - DURATION

The duration of this Corporation is perpetual.

ARTICLE III - PURPOSE

The purpose for which this Corporation is organized is to engage in any lawful act or activities for which corporations may be organized under the laws of the State of Florida.

ARTICLE IV - MAILING ADDRESS OF CORPORATION

The mailing address of the business is 4420 Beacon Circle, Suite 100, West Palm Beach, Florida 33407 and the principal place of business of this Corporation is 4420 Beacon Circle, Suite 100, West Palm Beach, Florida 33407.

Prepared by: Bradley B. Eavenson
4420 Beacon Circle, Suite 100
West Palm Beach, Florida 33407
Bar No: 0160474 561/842-3000

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ARTICLE V - STOCK

The aggregate number of shares which this Corporation shall have authority to issue is 200 shares of common voting stock.

ARTICLE VI - INITIAL REGISTERED OFFICE AND REGISTERED AGENT

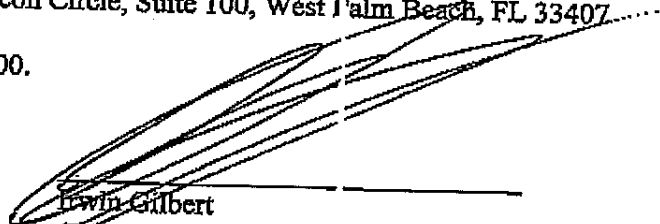
The street address of this Corporation's initial registered office in Florida is 4420 Beacon Circle, Suite 100, West Palm Beach, Florida 33407 and the name of its initial registered agent at that address is Irwin Gilbert, Esq.

ARTICLE VII - INCORPORATOR

The name and address of the incorporator is:

<u>Name</u>	<u>Address</u>
Irwin Gilbert, Esq.	4420 Beacon Circle, Suite 100, West Palm Beach, FL 33407

DATED this 18th day of December, 2000.


Irwin Gilbert
(Incorporator)

Prepared by: Bradley B. Eavenson
4420 Beacon Circle, Suite 100
West Palm Beach, Florida 33407
Bar No: 0160474 561/842-3000

Fax Audit No.: (H000000657254)

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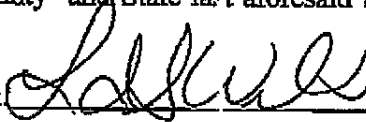
STATE OF FLORIDA; COUNTY OF PALM BEACH)

I HEREBY CERTIFY that on this day, before me, an officer duly authorized in the State and County aforesaid to take acknowledgments, personally appeared Irwin Gilbert to me known to be the person described in and who executed the foregoing instrument and acknowledged before me that he executed the same for the purposes therein expressed.

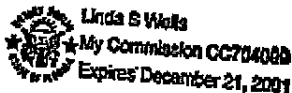
WITNESS my hand and official seal in the County and State last aforesaid this 18th day of December, 2000.

Notary Public State of Florida at Large

Sign



My Commission Expires:



Prepared by: Bradley B. Eavenson
4420 Beacon Circle, Suite 100
West Palm Beach, Florida 33407
Bar No: 0160474 561/842-3000

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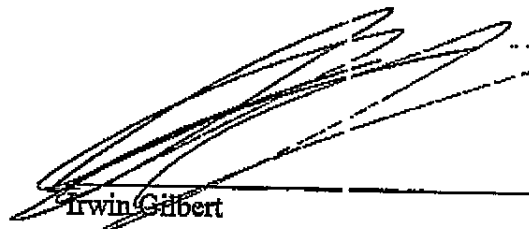
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**CERTIFICATE DESIGNATING PLACE OF
BUSINESS OR DOMICILE FOR THE SERVICE
OF PROCESS WITHIN THIS STATE NAMING
AGENT UPON WHOM PROCESS MAY BE SERVED**

ACKNOWLEDGMENT:

Having been named to accept service of process for **LIONHEART ENTERPRISES, INC.**, at the initial registered office of the Corporation in this State designated in its Articles of Incorporation, I hereby accept to act in this capacity and agree to comply with the provisions of Section 607.0505 Florida Statutes.

Date: December 18th, 2000.


Irwin Gilbert

Prepared by: Bradley B. Eavenson
4420 Beacon Circle, Suite 100
West Palm Beach, Florida 33407
Bar No: 0160474 561/842-3000

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