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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
Fax Number : (305) 541-3770

FLORIDA PROFIT CORPORATION OR P.A.

SCARLET CLAW, INC.

Certificate of Status	0
Certified Copy	1
Page Count	07
Estimated Charge	\$78.75

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TALLAHASSEE, FLORIDA

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ARTICLES OF INCORPORATION
OF
SCARLET CLAW, INC.

The undersigned subscriber to these Articles of Incorporation, a natural person competent to contract, hereby associates itself to form a corporation under the laws of the State of Florida.

ARTICLE I

NAME: The name of this corporation is:

SCARLET CLAW, INC.

ARTICLE II

PURPOSES AND POWERS: The general nature of business to be transacted by the corporation is as follows:

1. The corporation may engage in any activity of business which is permitted under the laws of the State of Florida.

2. And in general, to carry on any other business whatsoever in connection with the foregoing or which is calculated, directly or indirectly, to promote the interest of the corporation or to enhance the value of its properties.

Prepared by:

Law Office of
NORMAN S. LEVIN, P.A.
1120 South Federal Highway, Suite 2
Fort Lauderdale, FL 33316
FLA. BAR NO: 372595

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3. And, further, to borrow or raise money for any purposes of the company, and to secure the same interest, or for other purposes, to mortgage all or part of the property corporeal or incorporeal rights or franchise of this company now owned or hereinafter acquired, and to create, issue, draw and accept and negotiate bonds and mortgages, bills or exchange promissory notes or other obligations or negotiable instruments.

ARTICLE III

CAPITALIZATION: The maximum number of shares of stock this corporation is authorized to have outstanding at any time is FIVE HUNDRED (500) shares of common stock, having par value of ONE DOLLAR (\$1.00) per share.

ARTICLE IV

INITIAL CAPITAL: The amount of capital with which this corporation will begin business is FIVE HUNDRED AND NO/100 (\$500.00) DOLLARS.

ARTICLE V

PRINCIPAL PLACE OF BUSINESS: SCARLET CLAW, INC. shall have its principal place of business at 7801 SALEM LANE, PARKLAND, FLORIDA 33067.

The Board of Directors may, from time to time, move the principal office to any other office within the State of Florida, as the said corporation may desire.

ARTICLE VI

DIRECTORS: This corporation shall have one (1) director initially; the number of Directors may be increased from time to time by the laws adopted by the stockholders, but shall never be less than one (1).

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ARTICLE VII

DIRECTORS: The name and address of the first Board of Directors of these

Articles of Incorporation are as follows:

ANDREW M. PAYSON
7801 Salem Lane
Parkland, FL 33067

WAYNE D. CRANCE, JR.
6441 N.W. 41ST TERRACE
COCONUT CREEK, FL 33073

The name and address of the original officers are as follows:

ANDREW M. PAYSON, President and Secretary
WAYNE D. CRANCE, JR., Vice President and Treasurer

ARTICLE VIII

INCORPORATORS AND SUBSCRIBERS: The Incorporator and Subscriber to all of the capital shares of the corporation shall be as follows:

ANDREW M. PAYSON, President and Secretary
WAYNE D. CRANCE, JR., Vice President and Treasurer

AMENDMENT: These Articles of Incorporation may be amended in the manner provided by law. Every amendment shall be approved by the Board of Directors, proposed by them to the stockholders, and approved at a stockholder's meeting by a majority of the stockholders entitled to vote thereon.

ARTICLE IX

REGISTERED AGENT: That NORMAN S. LEVIN, P.A., 1120 South Federal Highway, Suite #2, Fort Lauderdale, Florida 33316, is hereby named Registered Agent for this corporation to be its agent and to accept service of process within the State of Florida.

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I, THE UNDERSIGNED, being the original Subscriber to the capital stock hereinabove named for the purpose of forming a corporation for profit to do business both within and without the State of Florida, do hereby name, subscribe, acknowledge and file this Certificate, hereby declaring and certifying that the facts herein stated are true and accordingly have hereunto set my hand and seal this 29th day of January, 2001

Andrew M. Payson President
ANDREW M. PAYSON, President

STATE OF FLORIDA

SS:

COUNTY OF BROWARD

I HEREBY CERTIFY that on this day before me, a Notary Public, duly authorized in the State and County named above, to take acknowledgments, personally appeared, ANDREW M. PAYSON, to me known to be the person who subscribed to the forgoing Articles of Incorporation, and he acknowledged to me that he did subscribe hereto for the uses and purposes therein mentioned and set forth.

WITNESS my hand and official seal in the State and County above set forth this 29th day of JANUARY, 2001.

Sharon K. Tepedino
NOTARY PUBLIC, State of Florida

My commission expires:



HO 1000013383

I, THE UNDERSIGNED, being the original Subscriber to the capital stock hereinabove named for the purpose of forming a corporation for profit to do business both within and without the State of Florida, do hereby name, subscribe, acknowledge and file this Certificate, hereby declaring and certifying that the facts herein stated are true and accordingly have hereunto set my hand and seal this 29 day of January, 2001

Wayne D. Crance VICE PRESIDENT
WAYNE D. CRANCE, Vice President

STATE OF FLORIDA

SS:

COUNTY OF BROWARD

I HEREBY CERTIFY that on this day before me, a Notary Public, duly authorized in the State and County named above, to take acknowledgments, personally appeared, WAYNE D. CRANCE, to me known to be the person who subscribed to the forgoing Articles of Incorporation, and he acknowledged to me that he did subscribe hereto for the uses and purposes therein mentioned and set forth.

WITNESS my hand and official seal in the State and County above set forth this 29th day of JANUARY, 2001.

Sharon K. Tepedino
NOTARY PUBLIC, State of Florida

My commission expires:

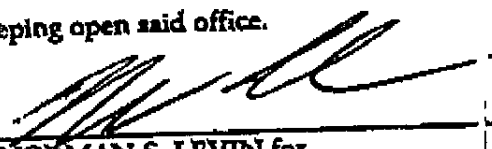


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ACKNOWLEDGMENT

Having been named to accept service of process for SCARLET CLAW, INC., at the place designated in this Article, I hereby accept to act in this capacity, and agree to comply with the provisions of said act relative to keeping open said office.


NORMAN S. LEVIN for
NORMAN S. LEVIN, P.A.
Registered Agent

STATE OF FLORIDA

SS:

COUNTY OF BROWARD

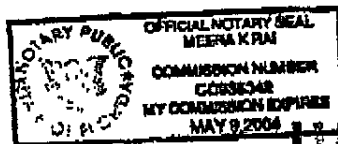
I HEREBY CERTIFY that on this day before me, a Notary Public, duly authorized in the State and County named above, to take acknowledgments, personally appeared, NORMAN S. LEVIN, to me known to be the person who subscribed to the forgoing Articles of Incorporation, and he acknowledged to me that he did subscribe hereto for the uses and purposes therein mentioned and set forth.

WITNESS my hand and official seal in the State and County above set forth this

31st day of January, 2001.


NOTARY PUBLIC, State of Florida

My commission expires:



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