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DAVID J. PASCUZZI
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April 3, 2001

Secretary of State
Division of Corporations
409 E. Gaines Street
Tallahassee, Florida 32399

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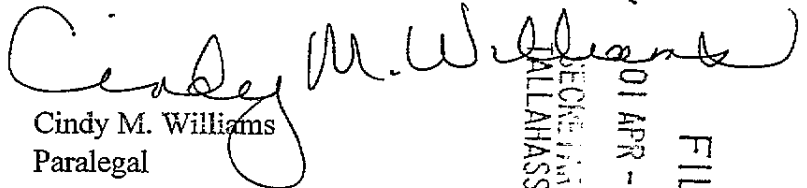
**Re: Articles of Incorporation
Sam-Marc Realty, Inc.**

Dear Sir/Madam:

Enclosed please find an original and one (1) copy of the Articles of Incorporation of Sam-Marc Realty, Inc. and our firm's check in the amount of \$78.75 made payable to the Department of State in connection with the formation of the above-referenced profit corporation pursuant to Chapter 607 of the Florida Statutes. Please forward a certified copy to our law firm.

If you have any questions, please do not hesitate to contact me.

Very truly yours,


Cindy M. Williams
Paralegal

CMW/rw

Enclosures

cc: Louis DelVecchio

FILED
01 APR -5 PM 1:00
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

APR 10 2001

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**ARTICLES OF INCORPORATION
FOR
SAM-MARC REALTY, INC.**

The undersigned, for the purpose of forming a Florida corporation pursuant to Chapter 607 of the Florida Statutes, hereby adopts the following Articles of Incorporation:

ARTICLE I - NAME

The name of the corporation shall be:

Sam-Marc Realty, Inc. (hereinafter referred to as the "Corporation").

ARTICLE II - PRINCIPAL OFFICE

The principal place of business and mailing address of
this corporation shall be:

7505 Cedarwoods Circle
Boca Raton, Florida 33434

ARTICLE III - CAPITAL STOCK

The number of shares of stock that this corporation is
authorized to have outstanding at one time is:

1000 Shares Of Common Stock

ARTICLE IV - REGISTERED AGENT

The name and address of the initial registered agent is:

Ronald E. D'Anna, Esquire
Mattlin & McClosky
2300 Glades Road, Suite 400 East
Boca Raton, Florida 33431

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01 APR -5 PM 1:00
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE V - TERM OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE VI - INCORPORATOR

The name and address of the incorporator of these

Articles of Incorporation is:

Ronald E. D'Anna
Mattlin & McClosky
2300 Glades Road, Suite 400 East
Boca Raton, Florida 33431

ARTICLE VII - DIRECTORS

The number of directors constituting the initial board of directors of the corporation is three (3). The names and titles of the persons who are to serve as members of the initial board of directors are:

1. Louis DelVecchio
2. Adam DelVecchio
3. Candace Storms

ARTICLE VIII OFFICERS


This corporation shall have three (3) officers, initially. The names, addresses and positions of the initial officers are:

1. Louis DelVecchio - President
7505 Cedarwoods Circle, Boca Raton, Florida 33434
2. Adam DelVecchio - Vice-President
7505 Cedarwoods Circle, Boca Raton, Florida 33434
3. Candace Storms - Secretary
7505 Cedarwoods Circle, Boca Raton, Florida 33434

ARTICLE IX NATURE OF BUSINESS

This corporation may engage or transact in any and all lawful activities or businesses permitted under the laws of the United States, the State of Florida and any other state or territory.

IN WITNESS WHEREOF, the undersigned Incorporator has executed these Articles of Incorporation this 2 day of April, 2001.



Ronald E. D'Anna, Incorporator

**CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT/REGISTERED OFFICE**

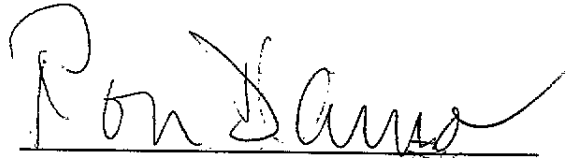
Pursuant to the provisions of section 607.0501 of the Florida Statutes, the corporation,
Spectrum Management Associates, Inc., organized under the laws of the State of Florida, submits
the following statement in designating the registered agent/registered office, in the State of Florida.

The name and address of the registered agent/registered office is:

Ronald E. D'Anna, Esquire
Mattlin & McClosky
2300 Glades Road, Suite 400 East
Boca Raton, Florida 33431

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.

Dated: April 2, 2001.



Ronald E. D'Anna, Esquire

HALIBRARY\NOCASE\NOMISC\ARTICLES OF INC.

FILED
01 APR -5 PM 1:01
SECRETARY OF STATE
TALLAHASSEE, FLORIDA