

# PO1000036254

Florida Department of State  
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## FLORIDA PROFIT CORPORATION OR P.A.

### DREAMS/GOI MERGER SUB, INC.

Certificate of Status	0
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**ARTICLES OF INCORPORATION  
OF  
DREAMS/GOI MERGER SUB, INC.**

The undersigned, a natural person competent to contract, does hereby make, subscribe and file these Articles of Incorporation for the purpose of organizing a corporation under the laws of the State of Florida.

**ARTICLE I  
CORPORATE NAME**

The name of this Corporation shall be: DREAMS/GOI MERGER SUB, INC.

**ARTICLE II  
PRINCIPAL OFFICE AND MAILING ADDRESS**

The principal office and mailing address of the Corporation is Two South University Drive, Suite 325, Plantation, FL 33324.

**ARTICLE III  
NATURE OF CORPORATE BUSINESS AND POWERS**

The general nature of the business to be transacted by this Corporation shall be to engage in any and all lawful business permitted under the laws of the United States and the State of Florida.

JOEL D. MAYERSOHN, ESQ., FLA. BAR #0093492  
Atlas Pearlman, P.A.  
350 E. Las Olas Boulevard, Suite 1700  
Ft. Lauderdale, FL 33301  
Phone No.: (954) 763-1200

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**ARTICLE IV  
CAPITAL STOCK**

The maximum number of shares that this Corporation shall be authorized to issue and have outstanding at any one time shall be One Hundred (100) shares of common stock, par value \$.001 per share.

**ARTICLE V  
TERM OF EXISTENCE**

This Corporation shall have perpetual existence.

**ARTICLE VI  
REGISTERED AGENT AND  
INITIAL REGISTERED OFFICE IN FLORIDA**

The Registered Agent and the street address of the initial Registered Office of this Corporation in the State of Florida shall be Mark Viner at Two South University Drive, Suite 325, Plantation, FL 33324.

**ARTICLE VII  
BOARD OF DIRECTORS**

This Corporation shall have two (2) directors initially.

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### **ARTICLE VIII INITIAL DIRECTORS**

The names and addresses of the initial Directors of this Corporation are as follows:

Sam D. Battistone  
Two South University Drive, Suite 325  
Plantation, FL 33324

Ross Tannenbaum  
Two South University Drive, Suite 325  
Plantation, FL 33324

The persons named as initial Directors shall hold office for the first year of existence of this Corporation, or until their successors are elected or appointed and have qualified, whichever occurs first.

### **ARTICLE IX INCORPORATOR**

The name and address of the Incorporator is Mark Viner at Two South University Drive, Suite 325, Plantation, FL 33324.

### **ARTICLE X INDEMNIFICATION**

This Corporation may indemnify any director, officer, employee or agent of the Corporation to the fullest extent permitted by Florida law.

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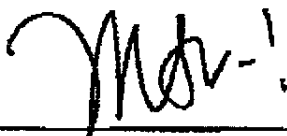
**ARTICLE XI  
AFFILIATED TRANSACTIONS**

This Corporation expressly elects not to be governed by Section 607.0901 of the Florida Business Corporation Act, as amended from time to time, relating to affiliated transactions.

**ARTICLE XII  
CONTROL SHARE ACQUISITIONS**

This Corporation expressly elects not to be governed by Section 607.0902 of the Florida Business Corporation Act, as amended from time to time, relating to control share acquisitions.

IN WITNESS WHEREOF, the undersigned Incorporator has executed the foregoing Articles of Incorporation this 9<sup>th</sup> day of April 2001.

  
\_\_\_\_\_  
Mark Viner, Incorporator

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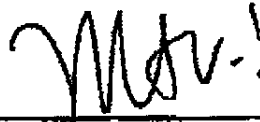
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**CERTIFICATE DESIGNATING REGISTERED AGENT  
AND OFFICE FOR SERVICE OF PROCESS**

DREAMS/GOI MERGER SUB, INC., a corporation existing under the laws of the State of Florida with its principal office and mailing address at Two South University Drive, Suite 325, Plantation, FL 33324, has named Mark Viner at Two South University Drive, Suite 325, Plantation, FL 33324, as its agent to accept service of process within the State of Florida.

**ACCEPTANCE:**

Having been named to accept service of process for the above named Corporation, at the place designated in this Certificate, I hereby accept the appointment as Registered Agent, and agree to comply with all applicable provisions of law. In addition, I hereby am familiar with and accept the duties and responsibilities as Registered Agent for said Corporation.



Mark Viner, Incorporator

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