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Florida Department of State
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To:

Division of Corporations
Fax Number : (850) 205-0381

From:

Account Name : EMPIRE CORPORATE KIT COMPANY
Account Number : 072450003255
Phone : (305) 634-3694
Fax Number : (305) 633-9696

FLORIDA PROFIT CORPORATION OR P.A.

IMPACT HOLDINGS, INC.

Certificate of Status	0
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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ARTICLES OF INCORPORATION

OF

IMPACT Holdings, Inc.

The undersigned incorporator, for purposes of forming a corporation under the Florida Business Corporation Act, adopts the following Articles of Incorporation:

ARTICLE I

The name of the corporation is **IMPACT Holdings, Inc.** (the "Corporation").

ARTICLE II

The street address of the initial principal office and mailing address of the Corporation is 500 E. Broward Blvd., Suite 1130, Fort Lauderdale, Florida 33394.

ARTICLE III

The Corporation is authorized to issue 10,000 shares of common stock of \$1.00 par value per share.

ARTICLE IV

The street address of the initial registered office of the Corporation is 500 E. Broward Blvd., Suite 1130, Fort Lauderdale, Florida 33394, and the registered agent at that address is William C. Phillippi, Esq.

William C. Phillippi, Esq.
FL Bar No. 190129
Broad and Cassel
500 East Broward Boulevard
Suite 1130
Fort Lauderdale, Florida 33394

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ARTICLE V

The name and address of the incorporator of the Corporation is William C. Phillippi, Esq., 500 E. Broward Blvd., Suite 1130, Fort Lauderdale, Florida 33394.

ARTICLE VI

The Corporation is organized for the purpose of transacting any and all lawful activities or business for which corporations may be formed under Chapter 607 of the Florida Statutes.

ARTICLE VII

The Corporation expressly elects not to be governed by either Section 607.0901 or 607.0902 of the Florida Business Corporation Act, as each may be amended from time to time, relating to affiliated transactions and control share acquisitions.

The undersigned incorporator has executed these Articles of Incorporation this 24th day of April, 2001.

William C. Phillippi
WILLIAM C. PHILLIPPI, ESQ.,
INCORPORATOR

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**ACCEPTANCE OF APPOINTMENT
OF
REGISTERED AGENT**

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.

William C. Phillippi
WILLIAM C. PHILLIPPI, ESQ.

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