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

From:
Account Name : CORPORATE CREATIONS INTERNATIONAL INC.
Account Number : 110432003053
Phone : (305)672-0696
Fax Number : (305)672-9110

FLORIDA PROFIT CORPORATION OR P.A.

MARSAM Investments, Inc.

| | |
|-----------------------|---------|
| Certificate of Status | 1 |
| Certified Copy | 0 |
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ARTICLES OF INCORPORATION

Article I. Name

The name of this Florida corporation is:
MARSAM Investments, Inc.

Article II. Address

The Corporation's mailing address is:
MARSAM Investments, Inc.
3030 Grand Bay Blvd.
Long Boat Key FL 34228

Article III. Registered Agent

The name and address of the Corporation's registered agent is:
Martin A. Samowitz
3030 Grand Bay Blvd.
Long Boat Key FL 34228

Article IV. Board of Directors

The name of each member of the Corporation's Board of Directors is:
Martin A. Samowitz

The affairs of the Corporation shall be managed by a Board of Directors consisting of no less than one director. The number of directors may be increased or decreased from time to time in accordance with the Bylaws of the Corporation. The election of directors shall be done in accordance with the Bylaws. The directors shall be protected from personal liability to the fullest extent permitted by applicable law.

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Albert L. Frevola, Jr. | FL Bar Member 857416
Conrad & Scherer
633 South Federal Highway, 8th Floor
Fort Lauderdale FL 33301
954-462-5500

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Article V. Capital Stock

The Corporation shall have the authority to issue 2,000 shares of common stock, par value \$.01 per share.

Article VI. Incorporator

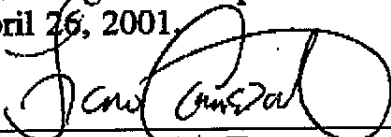
The name and address of the incorporator is:

Albert L. Frevola, Jr.
Conrad & Scherer
633 South Federal Highway, 8th Floor
Fort Lauderdale FL 33301

Article VII. Corporate Existence

These Articles of Incorporation shall become effective and the corporate existence will begin on April 26, 2001.

The undersigned incorporator executed these Articles of Incorporation on April 26, 2001.



ALBERT L. FREVOLE, JR.
by F.E. Cammarata as attorney-in-fact

Albert L. Frevola, Jr. | FL Bar Member 857416
Conrad & Scherer
633 South Federal Highway, 8th Floor
Fort Lauderdale FL 33301
954-462-5500

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**CERTIFICATE OF DESIGNATION
REGISTERED AGENT/OFFICE**

CORPORATION:

MARSAM Investments, Inc.


REGISTERED AGENT/OFFICE:

**Martin A. Samowitz
3030 Grand Bay Blvd.
Long Boat Key FL 34228**

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I agree to act as registered agent to accept service of process for the corporation named above at the place designated in this Certificate. I agree to comply with the provisions of all statutes relating to the proper and complete performance of the registered agent duties. I am familiar with and accept the obligations of the registered agent position.



MARTIN A. SAMOWITZ

by F.E. Cammarata as attorney-in-fact

Date: April 26, 2001

Albert L. Frevola, Jr. | FL Bar Member 857416
Conrad & Scherer
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Fort Lauderdale FL 33301
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