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SANDLER & SANDLER

ATTORNEYS AT LAW

FILED

A. M. SANDLER (1904-75)
M. L. SANDLER

01 JUL 11 AM 9:07

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

July 6, 2001

Division of Corporations
409 East Gaines Street
Tallahassee, FL 32399

Re: *Filing of Articles of Incorporation
Global Premiums, Inc.*

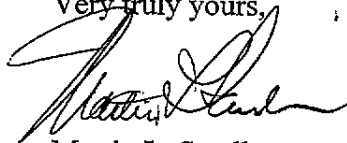
Dear Sir or Madam:

Enclosed please find Articles of Incorporation for Global Premiums, Inc. together with our check in the amount of \$78.75 for fees for filing, registered agent and return of a certified copy.

Thank you for your assistance.

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-07/12/01--01005--004
*****78.75 *****78.75

Very truly yours,



Martin L. Sandler

enclosures

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ARTICLES OF INCORPORATION
OF PREMIUMS, INC.

FILED

01 JUL 11 AM 9:07

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE I

The name of this corporation is GLOBAL PREMIUMS, INC.

ARTICLE II

This corporation is to have perpetual existence.

ARTICLE III

This corporation shall have the power to transact any and all lawful business under the laws of the State of Florida.

ARTICLE IV

This corporation is authorized to issue 1,000 shares of common stock at \$1.00 par value per share.

ARTICLE V

It is the intention and purpose of the subscribers of these Articles of Incorporation that the stock of this corporation be qualified and subscribed to and sold all in accordance with the provisions of Section 1244 of the Internal Revenue Code, and it is contemplated that the stockholders and officers of this corporation shall adopt such resolutions as are appropriate in order to effectuate the treating of the stock of this corporation under section 1244 of the Internal Revenue Code.

ARTICLE V

The street address of the initial registered office of the corporation is Suite 729, 25 SE Second Avenue, Miami, FL and the name of the initial registered agent of this corporation at that address is Martin L. Sandler.

ARTICLE VI

The corporation shall initially have one Director which may be increased or diminished by the bylaws but shall never be less than one.

The names and addresses of the initial Director :

Martin L. Sandler
729 Ingraham Building
25 SE Second Avenue
Miami, FL 33131

ARTICLE VII

The names and addresses of the person signing these articles is:

Martin L. Sandler
729 Ingraham Building
25 SE Second Avenue
Miami, FL 33131

ARTICLE VIII

The name and address and office of the initial officer of this corporation is:

Martin L. Sandler
729 Ingraham Building
25 SE Second Avenue
Miami, FL 33131

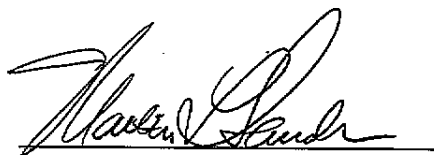
ARTICLE IX

The power to adopt, alter, amend or repeal bylaws shall be vested in the stockholders.


ARTICLE X

The corporation shall indemnify any current or former officer or director to the full extent permitted by law.

IN WITNESS WHEREOF, the undersigned subscriber executed these Articles of Incorporation this 5th day of July, 2001.

A handwritten signature in black ink, appearing to read "Martin L. Sandler", is written over a horizontal line.

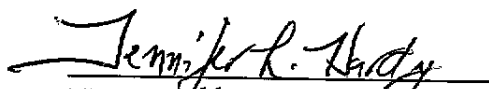
I hereby accept designation as resident agent for GLOBAL PREMIUMS, INC


Martin L. Sandler

State of Florida :
:SS
County of Miami-Dade :

BEFORE ME THE UNDERSIGNED authority personally appeared Martin L. Sandler known to me and known to me to be the person who executed the foregoing Articles of Incorporation. He exhibited to me identification and acknowledged before me that he executed those Articles of Incorporation.

IN WITNESS THEREOF I have hereunto set my hand and seal this 9th day of ~~June~~ ^{July}, 2001.


Notary Public, State of Florida



Jennifer L. Hardy
Commission # CC 934412
Expires May 8, 2004
Bonded Thru
Atlantic Bonding Co., Inc.



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