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PIPER, LUDIN, HOWIE & WERNER, P.A.

ATTORNEYS AT LAW

5720 CENTRAL AVENUE • ST. PETERSBURG • FLORIDA • 33707

BRUCE G. HOWIE*
ERIC E. LUDIN
JULIAN M. PIPER
SIDNEY WERNER

Tel: (727) 344 - 1111
Fax: (727) 344 - 1117

E-mail: law@gte.net
Web site:
<http://gtesupersite.com/attorneys>

* Board Certified Criminal Trial Lawyer

July 18, 2001

Florida Department Of State
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

Re: Mattrae, Inc.

Gentlemen:

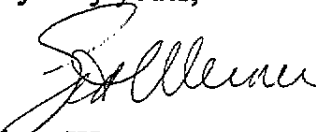
Enclosed please find two executed Articles of Incorporation for Mattrae, Inc. Please return a certified copy of said Articles to this office for forwarding to my client.

Also enclosed is a check in the amount of \$122.50 for the cost of the filing fee and a certified copy.

Thank you for your assistance in this matter.

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-07/20/01--01060--003
****122.50 *****78.75

Very truly yours,


Sidney Werner

SW/db
enclosures

FILED
01 JUL 20 PM 11:21
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

8/7/23

ARTICLES OF INCORPORATION

OF

MATTRAЕ, INC.

FILED
01 JUL 20 PM 11:21
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE I. NAME

The name of this corporation is **MATTRAЕ, INC.**

ARTICLE II. CORPORATE ADDRESS

The principal place of business and mailing address of this Corporation shall be 1037 South Hiawasee Road, Suite 2821, Orlando, FL 32835.

ARTICLE III - PURPOSE

This corporation may engage or transact any or all lawful activities or business permitted under the laws of the United States, the State of Florida or any other states, county, territory or nation.

ARTICLE IV - CAPITAL STOCK

This corporation is authorized to issue 7,500 shares of \$1.00 par value common stock.

ARTICLE V - INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this corporation is 5720 Central Avenue, St. Petersburg, FL 33707, and the name of the initial Registered Agent of this corporation at that address is Sidney Werner.

ARTICLE VI - DURATION

This corporation shall have perpetual existence, and shall become effective on the filing of these Articles of Incorporation.

ARTICLE VII - DIRECTORS

This corporation shall have two directors initially. The number of directors may be either increased or diminished from time to time by the bylaws, but shall never be less than one. The names and addresses of the initial directors of this corporation are:

NAME

ADDRESS

Matthew L. Rogosin

4022 Sanlee Road
Randalstown, MD 21133

Bethany R. Rogosin

763 Washington Avenue, Apt. 12
New York, NY 10014

ARTICLE IX - INCORPORATORS

The name and address of the person signing these Articles are:

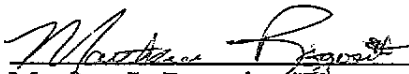
NAME

ADDRESS

Matthew L. Rogosin

4022 Sanlee Road
Randalstown, MD 21133

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation this 12 day of July, 2001.

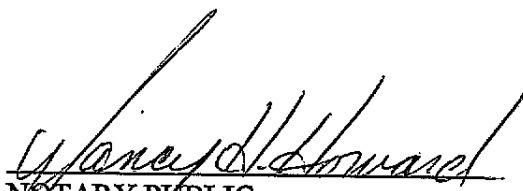

Matthew L. Rogosin, "Incorporator"

STATE OF MARYLAND
COUNTY OF CARROLL

Before me, a Notary Public authorized to take acknowledgements in the State and county set forth above, personally appeared **Matthew L. Rogosin**, known to me to be the person who executed the foregoing Articles of Incorporation, and he acknowledged before me that he executed those Articles of Incorporation.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal, in the State and County aforesaid, this 12th day of July, 2001.

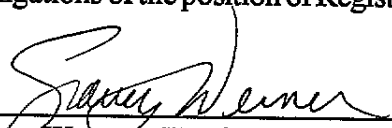
Nancy H. Howard, Notary Public
Carroll County
State of Maryland
My Commission Expires Feb. 1, 2004


NOTARY PUBLIC
My Commission Expires:

FILED
JUL 20 PM 11:21
TALLAHASSEE, FLORIDA
CLERK OF STATE

ACCEPTANCE OF APPOINTMENT AS REGISTERED AGENT

Sidney Werner, having a business office identical with the registered office of the corporation named above, and having been designated as the Registered Agent in the above and foregoing Articles, is familiar with and accepts the obligations of the position of Registered Agent under Section 607.0505 Florida Statutes.


Sidney Werner, "Registered Agent"