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Florida Department of State
Division of Corporations
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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) 672-0686
Fax Number : (305) 672-9110

FLORIDA PROFIT CORPORATION OR P.A.

Buscemi Holdings, Inc.

Certificate of Status	1
Certified Copy	0
Page Count	04
Estimated Charge	\$78.75

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ARTICLES OF INCORPORATION

Article I. Name

The name of this Florida corporation is:
Buscemi Holdings, Inc.

Article II. Address

The Corporation's mailing address is:
Buscemi Holdings, Inc.
11314 Westland Circle
Boynton Beach FL 33437

Article III. Registered Agent

The name and address of the Corporation's registered agent is:
David Pratt, Esquire
2101 Corporate Boulevard, Suite 220
Boca Raton FL 33431

Article IV. Board of Directors

The name of each member of the Corporation's Board of Directors is:
Joseph Buscemi

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.

David Pratt, Esquire | FL Bar Member
David Pratt and Associates, P.A.
2101 Corporate Boulevard, Suite 220
Boca Raton FL 33431

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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:

David Pratt, Esquire

David Pratt and Associates, P.A.

2101 Corporate Boulevard, Suite 220

Boca Raton FL 33431

Article VII. Corporate Existence

These Articles of Incorporation shall become effective and the corporate existence will begin on August 13, 2001.

The undersigned incorporator executed these Articles of Incorporation on August 13, 2001.



DAVID PRATT, ESQUIRE

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

David Pratt, Esquire | FL Bar Member
David Pratt and Associates, P.A.
2101 Corporate Boulevard, Suite 220
Boca Raton FL 33431

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**CERTIFICATE OF DESIGNATION
REGISTERED AGENT/OFFICE**

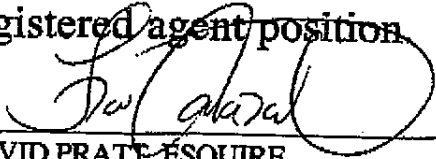
CORPORATION:

Buscemi Holdings, Inc.

REGISTERED AGENT/OFFICE:

David Pratt, Esquire
2101 Corporate Boulevard, Suite 220
Boca Raton FL 33431

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.



DAVID PRATT, ESQUIRE

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

Date: August 13, 2001

David Pratt, Esquire | FL Bar Member
David Pratt and Associates, P.A.
2101 Corporate Boulevard, Suite 220
Boca Raton FL 33431

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