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

EFFECTIVE DATE
11/30/01

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.

Joseph M. Lewis Group Holdings Inc.

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EFFECTIVE DATE

11/30/01

ARTICLES OF INCORPORATION

Article I. Name

The name of this Florida corporation is:
Joseph M. Lewis Group Holdings Inc.

Article II. Address

The Corporation's mailing address is:
Joseph M. Lewis Group Holdings Inc.
P.O. Box 16206
Plantation FL 33318

Article III. Registered Agent

The name and address of the Corporation's registered agent is:
Corporate Creations Network Inc.
941 Fourth Street #200
Miami Beach FL 33139

Article IV. Board of Directors

The name of each member of the Corporation's Board of Directors is:
Samuel B. Lewis

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.

Corporate Creations International Inc.
8895 North Military Trail #202D
Palm Beach Gardens FL 33410
(561) 694-8107

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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

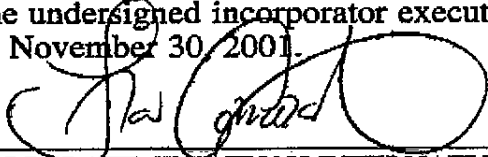
The name and address of the incorporator is:

Corporate Creations International Inc.
8895 North Military Trail #202D
Palm Beach Gardens FL 33410

Article VII. Corporate Existence

These Articles of Incorporation shall become effective and the corporate existence will begin on November 30, 2001.

The undersigned incorporator executed these Articles of Incorporation on November 30, 2001.



CORPORATE CREATIONS INTERNATIONAL INC.
Franco E. Cammarata Vice President

Corporate Creations International Inc.
8895 North Military Trail #202D
Palm Beach Gardens FL 33410
(561) 694-8107

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**CERTIFICATE OF DESIGNATION
REGISTERED AGENT/OFFICE**

CORPORATION:

Joseph M. Lewis Group Holdings Inc.

REGISTERED AGENT/OFFICE:

**Corporate Creations Network Inc.
941 Fourth Street #200
Miami Beach FL 33139**

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.



**CORPORATE CREATIONS NETWORK INC.
Franco E. Cammarata, Vice President**

Date: November 30, 2001

**Corporate Creations International Inc.
8895 North Military Trail #202D
Palm Beach Gardens FL 33410
(561) 694-8107**

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