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ACCOUNT NO. : 072100000032

REFERENCE : 486984 7159131

AUTHORIZATION :

Patricia Pigute

COST LIMIT : \$ 70.00

ORDER DATE : March 21, 2002

ORDER TIME : 1:28 PM

ORDER NO. : 486984-005

CUSTOMER NO: 7159131

000005139590--3

CUSTOMER: Ms. Christina Collins
Irving Shimoff, Esq.

Suite 3920
100 Southeast 2nd St.
Miami, FL 33131

DOMESTIC FILING

NAME: AKOYA HOLDINGS, INC.

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX PLAIN STAMPED COPY

CONTACT PERSON: Norma Hull - EXT. 1115

EXAMINER'S INITIALS:

FILED
2002 MAR 21 PM 3:01
SECRETARY OF STATE
TALLAHASSEE FLORIDA

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02 MAR 21 PM 10:52
LEGISLATIVE DIVISION
TALLAHASSEE FLORIDA

ARTICLES OF INCORPORATION

OF

AKOYA HOLDINGS, INC.

FILED

2002 MAR 21 PM 3:01

SECRETARY OF STATE
TALLAHASSEE FLORIDA

The undersigned incorporator for purposes of forming a corporation under the Florida Business Corporation Act, hereby adopts the following Articles of Incorporation:

- FIRST:** The name of the Corporation is AKOYA HOLDINGS, INC. (the "Corporation").
- SECOND:** The street address of the initial principal office and mailing address of the Corporation is c/o Christina Collins, 100 S.E. 2nd Street, Suite 3920, Miami, Florida 33131.
- THIRD:** The Corporation is authorized to issue 7,500 shares of common stock, par value \$1.00 per share.
- FOURTH:** The street address of the initial registered office of the Corporation is 100 S.E. 2nd Street, Suite 3920, Miami, Florida 33131, and the registered agent at that address is Christina Collins.
- FIFTH:** The name and address of the incorporator of the Corporation is Christina Collins, 100 S.E. 2nd Street, Suite 3920, Miami, Florida 33131.
- SIXTH:** The Corporation is organized for the purpose of transacting any and all lawful activities or business for which corporations may be formed under Chapter 607 of the Florida Statutes.
- SEVENTH:** The Corporation expressly elects not to be governed by Section 607.0901 of the Florida Business Corporation Act, as amended from time to time, relating to affiliated transactions.
- EIGHTH:** The Corporation expressly elects not to be governed by Section 607.0902 of the Florida Business Corporation Act, as amended from time to time, relating to control share acquisitions.
- NINTH:** The corporate existence of the Corporation shall commence upon the filing of these Articles of Incorporation.

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation this 20th day of March, 2002.



CHRISTINA COLLINS, Incorporator

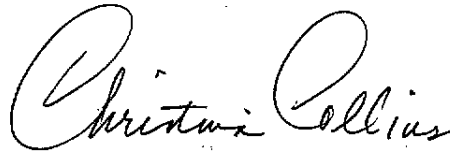
ARTICLES OF APPOINTMENT
OF
REGISTERED AGENT

FILED

2002 MAR 21 PM 3:01

SECRETARY OF STATE
TALLAHASSEE FLORIDA

I hereby accept the appointment as Registered Agent contained in the foregoing Articles of Incorporation and state that I am familiar with and accept the obligations of Section 607.0505 of the Florida Business Corporation Act.



CHRISTINA COLLINS