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TALLAHASSEE, FLORIDA

FLORIDA PROFIT CORPORATION OR P.A.**N & L GROUP, INC.**

Certificate of Status	0
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FLORIDA DEPARTMENT OF STATE

Jim Smith
Secretary of State

September 19, 2002

EMPIRE

SUBJECT: N & L GROUP, INC.
REF: W02000026941

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(4)

ARTICLES OF INCORPORATION

OF

N & L GROUP, INC.

I, the undersigned, being of legal age, do hereby sign these presents for the purpose of becoming a Corporation under the laws of the State of Florida authorizing the formation of Corporations.

ARTICLE I

The name of the Corporation shall be:

N & L GROUP, INC.

ARTICLE II

The general nature of the business and the objects and purposes to be transacted and carried on are to do any and all of the things herein mentioned, as fully and to the same extent as natural persons might or could do, viz:

A. Construction and matters necessary and pertaining thereto, and further enabling this Corporation to engage in any activity or business permitted under the laws of the United States and of the State of Florida;

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JRJ SERVICES
4165 N. Dixie Hwy.
Pompano Beach, FL 33064
(954) 946-7820

STATE
TALLAHASSEE, FLORIDA

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B. To conduct all types of business and operations; to have one or more offices and hold, purchase, mortgage, lease, dispose of, deal in and convey real and personal property without restrictions in this State and in any other of the several states, territories, possessions and dependencies of the United States;

C. To engage in, render or carry on, any service or other business as principal or agent, with powers to let contract for any such service or product; and to make and carry out contracts of every kind and nature that may be conducive to the accomplishment of any purposes of this Corporation;

D. To do all acts and everything necessary, suitable, convenient or proper for the accomplishment of any of the purposes hereinafter or before enumerated or incidental to the powers herein named, or which shall at any time appear conducive to expedient for the benefit or protection of the Corporation, either as holders of, or interested in any property, or otherwise;

E. To exercise all of the powers which are now or may hereafter be conferred upon Corporations generally by the laws of the State of Florida;

ARTICLE III

The capital stock authorized, the par value thereof, and the characteristics of such stock as follows:

One thousand (1000) shares having \$1.00 par value.

ARTICLE IV

This Corporation shall exist perpetually unless sooner dissolved according to law;

ARTICLE V

The number of Directors of this Corporation shall be not less than one (1) nor more than five (5), and the initial Board of Directors of this Corporation shall be comprised of one Incorporator, Nicole LeBlanc.

ARTICLE VI

The address of the registered office of this Corporation shall be and the principal office shall be the same:

2645 N.W. 1st Avenue
Boca Raton, FL 33431-6603

ARTICLE VII

The Corporation has designated as its Registered Agent, Nicole LeBlanc, who is a resident of the State of Florida, And whose business office is the same as that of the registered office.

IN WITNESS WHEREOF, I, the undersigned being the original subscriber to the capital stock hereinabove named, and for the purpose of forming a Corporation pursuant to the Corporation law of the State of Florida, make and file this Certificate, hereby declaring and certifying that the facts herein stated are true and agree to take the number of shares of stock hereinabove set forth, and accordingly have hereunto set my hand this 21st day of August, 2002, at Palm Beach County, Florida.

Nicole LeBlanc
Nicole LeBlanc

INCORPORATOR

2645 N.W. 1st Avenue
Boca Raton, FL 33431-6603

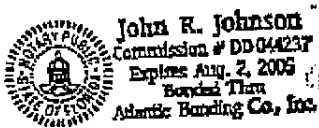
STATE OF FLORIDA)
) ss.:
COUNTY OF PALM BEACH)

BEFORE ME, the undersigned authority, personally
appeared Nicole LeBlanc, to me well known and known to me to
be the person described in and who executed the foregoing
Certificate of Incorporation and acknowledged to and before
me that he executed the same for the purposes therein
expressed.

IN WITNESS WHEREOF, I have hereunto affixed my hand and
official seal at Boca Raton, Palm Beach County, Florida
this 21st day of August, 2002.


NOTARY PUBLIC

My commission Expires:-



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**CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE
FOR THE SERVICE OF PROCESS WITHIN THIS STATE
NAMING AGENT UPON WHOM PROCESS MAY BE SERVED**

In pursuance of Chapter 49.091, Florida Statutes, the following is submitted, in compliance with said Act:

FIRST: That N & L GROUP, INC., desiring to organize under the laws of the State of Florida with its principal offices as indicated in the Articles of Incorporation, in the City of Boca Raton, County of Palm Beach, State of Florida, has named Nicole LeBlanc, located at 2645 N.W. 1st Avenue, Boca Raton, FL, as its agent to accept service of process within this State.

ACKNOWLEDGMENT

Having been named to accept service of process of the above stated Corporation, at the place designated in this Certificate, I hereby accept to act in this Capacity, and agree to comply with the provisions of said Act relative to keeping open said office.

Nicole LeBlanc
RESIDENT AGENT

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