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CAPITAL CONNECTION

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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

From:

Account Name : YOUR CAPITAL CONNECTION, INC.  
Account Number : I20000000257  
Phone : (850) 224-8870  
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FLORIDA PROFIT CORPORATION OR P.A.

ELLA PARTNERS, INC.

Certificate of Status	0
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STATE OF FLORIDA  
ARTICLES OF INCORPORATION  
OF  
ELLA PARTNERS, INC.

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

The undersigned, acting as incorporator(s) of a corporation under the Florida General Corporation Act, adopt the following Articles of Incorporation:

ARTICLE I

The name of the corporation is **ELLA PARTNERS, INC.**. The principal office and mailing address is 7015 Beracasa Way, Suite 201, Boca Raton, FL 33433.

ARTICLE II

This corporation is to exist perpetually.

ARTICLE III

The purpose for which the corporation is organized is to engage in the transaction of any or all lawful business for which corporations may be incorporated under the provisions of the Florida General Corporation Act.

ARTICLE IV

The aggregate number of shares which the corporation shall have authority to issue is 1,000 Common Shares at \$1.00 par value.

ARTICLE V

Provisions granting preemptive rights are: The holders of common shares shall, upon the issue or sale of shares of stock, any class (whether now or hereafter authorized), have the right, during such period of time and on such conditions the Board of Directors shall prescribe, to subscribe to and purchase such shares in proportion to their respective holdings of common shares, at such price or prices as the Board of Directors may, from time to time, fix and as may be permitted by law.

ARTICLE VI

Provisions for the regulation of the internal affairs of the corporation are: None.

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ARTICLE VII

The street address of the initial registered office of the corporation is 7015 Beracasa Way, Suite 201 Boca Raton, FL 33433, and the name of its initial registered agent at such address is Thomas C. Walser, Esq..

ARTICLE VIII

The number of directors constituting the initial Board of Directors of the corporation is 1 (one) and the names and addresses of the person(s) who is/are to serve as Director(s) until the first annual meeting of shareholders or until their successor(s) are elected and shall qualify is/are:

NAMEADDRESS(ES)

J. P. Morin

7015 Beracasa Way, Suite 201  
Boca Raton, FL 33433ARTICLE IX


The name and address of each incorporator is/are:

NAME(S)ADDRESS(ES)

Thomas C. Walser, Esq.

7015 Beracasa Way, Suite 201  
Boca Raton, FL 33433

DATED this 30<sup>th</sup> day of Sept., 2002.

  
Thomas C. Walser, Esq., Incorporator

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STATE OF FLORIDA

COUNTY OF PALM BEACH

)  
)ss:  
)

The foregoing instrument was acknowledged before me, this 30<sup>th</sup> day of Sept., 2002, by Thomas C. Walser, Esq. who is personally known to me or has produced a        I.D. card/Driver License or N/A as identification.

My Commission Expires:

CAROL L. GRAF  
Notary Public, State of Florida  
My comm. exp. Sept. 23, 2003  
Comm. No. 00873848

Carol L. Graf  
Notary Public  
**CAROL L. GRAF**

CAPITAL CONNECTION


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**CONSENT OF REGISTERED AGENT**

I, Thomas C. Walser, Esq., having been designated to act as Registered Agent, hereby agrees to act in this capacity.

  
Thomas C. Walser, Esq., Registered Agent

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