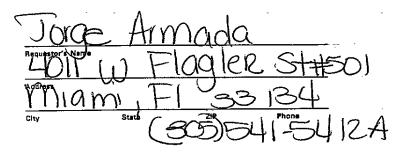
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Acknowledgment

W.P. Verifier



FLORIDA DEPARTMENT OF STATE Jim Smith Secretary of State

October 4, 2002

EMPIRE

SUBJECT: SIMON CUSTOM INC. Ref. Number: W02000028779

We have received your document for SIMON CUSTOM INC. and your check(s) totaling \$78.75. However, the enclosed document has not been filed and is being returned for the following correction(s):

The only acceptable corporate suffixes for professional associations are PROFESSIONAL ASSOCIATION, P.A., and CHARTERED.

Please return the original and one copy of your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6933.

Dale White Document Specialist New Filings Section

Letter Number: 302A00055903

ARTICLES OF INCORPORATION

FOR

SIMON CUSTOM INC.

SECRETARY OF STATE TALLAHASSEE, FLORIDA

02 OCT -8 PM 12: 25

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

ARTICLE I - NAME:

The name of the corporation shall be:

SIMON CUSTOM INC.

ARTICLE II - DURATION:

This corporation shall have perpetual existence commencing on the date of the filing of the Articles of Incorporation with the Florida Department of State.

ARTICLE III - PURPOSE:

This corporation is organized for the purpose of transacting any and all lawful business for which corporations may be incorporated under the Florida Business Corporation Act.

ARTICLE IV - INITIAL OFFICE:

The principal place of the business shall be:

15349 S.W. 42ND TERRACE Miami, Florida 33185

And the mailing address of this corporation shall be: 15349 S.W. 42ND TERRACE Miami, Florida 33185

ARTICLE Y - CAPITAL STOCK:

The number of shares of stock that this corporation is authorized to have outstanding at any one time is: 1000 shares of One Dollar (\$1.00) par value common stock which shall be designated as "Common Stock".

ONE THOUSAND SHARES @ \$1.00 PAR VALUE

ARTICLE VI - INITIAL REGISTERED AGENT AND ADDRESS:

The name and Florida Street address of the initial registered agent is:

MERCEDES I. SIMON 15349 S.W. 42ND TERRACE MIAMI, FLORIDA 33185

ARTICLE VII - PRE-EMPTIVE RIGHTS:

Every shareholder, upon the sale for cash of any new stock of this corporation, shall have the right to purchase his prorata share thereof (as nearly as may be done without the issuance of fractional shares) at the price at which it is being offered to others.

ARTICLE VIII - INITIAL BOARD OF DIRECTORS & INCORPORATORS:

The name and address of the incorporator to these Articles of Incorporation is:

PRESIDENT: MERCEDES I. SIMON

15349 S.W. 42ND TERRACE MIAMI, FLORIDA 33185

SECRETARY: MERCEDES I. SIMON

15349 S.W. 42ND TERRACE MIAMI, FLORIDA 33185

TREASURER: MERCEDES I. SIMON

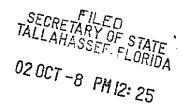
15349 S.W. 42ND TERRACE MIAMI, FLORIDA 33185

ARTICLE IX – INDEMNIFICATION:

The corporation shall indemnify any Officer or Director or any former Officer or Director, to the full extent permitted by law.

ARTICLE X - AMENDMENTS:

This corporation reserves the right to amend or repeal any provision contained in these Articles of Incorporation, or any amendment hereto, by a majority vote of the Board of Directors, and any right conferred upon the stockholders is subject to this reservation.



CERTIFICATE OF DESIGNATION REGISTERED AGENT/REGISTERED OFFICE

Pursuant to the provisions of section 607.0501, Florida Statutes, the undersigned corporation, organized under the laws of the State of Florida, submits the following statement in designating the registered office/registered agent, in the State of Florida.

- 1. The name of the corporation is: SIMON CUSTOM INC.
- 2. The name and address of the registered agent and office is:

MERCEDES I. SIMON 15349 S.W. 42ND TERRACE MIAMI, FLORIDA 33185

MERCEDES I SIMON

PRESIDENT, TREASURER,

SEPTEMBER 2, 2002

HAVING BEEN NAMED AS REGISTERED AGENT. AND TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION .AT THE PLACE DESIGNATED IN THIS CERTIFICATE. I HEREBY ACCEPT THE APPOINTMENT AS REGISTERED AGENT AND AGREE TO ACT IN THIS CAPACITY. I FURTHER AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATING TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES. AND I AM FAMILIAR WITH AND ACCEPT THE OBLIGATIONS OF MY POSITION AS REGISTERED AGENT.

SIGNATURE: X

MĒRCEDES/L'SIMON

SEPTEMBER 2, 2002