

FROM : NOFIL INVESTMENTS, INC.

FAX NO. : 9544203187

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Division of Corporations

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

From:

Account Name : NOFIL INVESTMENTS, INC.
Account Number : I20010000231
Phone : (954) 336-7097
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FLORIDA PROFIT CORPORATION OR P.A.

CPI Designs, Inc.

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FROM : NOFIL INVESTMENTS, INC.
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FAX NO. : 9544203187

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ARTICLES OF INCORPORATION OF

CPI DESIGNS, INC.

The undersigned incorporator hereby forms a corporation under Chapter 607 of the laws of the State of Florida.

ARTICLE I - Name and Address:

The name of the Corporation shall be

CPI DESIGNS, INC.

The address of the initial principal office of this corporation shall be 330 North Congress Avenue, Delray Beach, Florida 33445 and the mailing address shall be the same.

ARTICLE II - Nature of Business:

This corporation may engage or transact in any or all lawful activities or business permitted under the laws of the United States, the State of Florida or any other state, county, territory or nation.

ARTICLE III - Capital Stock:

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is 1,000 shares of common stock having \$1.00 per share, par value.

ARTICLE IV - Registered Agent:

The Street Address of the initial registered office of the corporation shall be 2011 South Perimeter Road, Suite C, Fort Lauderdale, Florida 33309, and the name of the initial registered agent of the corporation at that address shall be Nofil Investments, Inc.

Prepared by:

Mimi Nofil,
PRESIDENT of Nofil Investments, Inc.
2011 South Perimeter Road, Suite C
Fort Lauderdale, FL 33309
(954) 420-3187

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ARTICLE V - Term of Existence:

The corporation is to exist perpetually.

ARTICLE VI - Officers and Directors:

This corporation shall have one officer and one director, initially. The name and street address of the initial officer and director who shall hold office for the first year of the corporation, or until their successor is elected or appointed is:

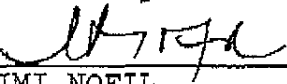
Charles P. Insalaca	President
330 North Congress Avenue	Secretary
Delray Beach, Florida 33445	Treasurer

ARTICLE VII - Incorporator:

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

Nofil Investments, Inc.
2011 South Perimeter Road, Suite C
Fort Lauderdale, Florida 33309

IN WITNESS WHEREOF, the undersigned has hereunto set his hand, on this 7th day of November, 2002.



MIMI NOFIL
PRESIDENT of Nofil Investments, Inc.
(REGISTERED AGENT)

Prepared by:

Mimi Nofil,
PRESIDENT of Nofil Investments, Inc.
2011 South Perimeter Road, Suite C
Fort Lauderdale, FL 33309
(954) 420-3187

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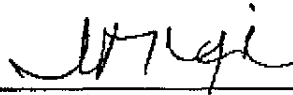
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ARTICLE VIII - Code Section 1244 Stock

All stock issued by this corporation shall be deemed to be "small business stock" as defined by Internal Revenue Code Section 1244.

ARTICLE IX - Registered Agent

I hereby am familiar with and accept the duties and responsibilities as registered agent for said Corporation.



MIMI NOFIL
PRESIDENT of Nofil Investments, Inc.
(REGISTERED AGENT)

Prepared by:

Mimi Nofil,
PRESIDENT of Nofil Investments, Inc.
2011 South Perimeter Road, Suite C
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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.

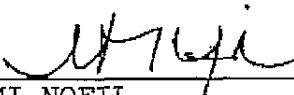
In pursuance of Chapter 607.34 Florida Statutes, the
following is submitted, in compliance with said Act:

First That: CPI DESIGNS, INC.

desiring to organize under the laws of the State of Florida
with its principal office as indicated in the articles of
incorporation at the City of Delray Beach, County of Palm
Beach, State of Florida has named Nofil Investments, Inc.
located at 2011 South Perimeter Road, Suite C, City of Fort
Lauderdale, County of Broward, State of Florida, as its
agent to accept service of process within this state.

ACKNOWLEDGEMENT:

Having been named to accept service of process for the
above stated corporation, at place designated in this
certificate. I hereby accept to act in this capacity, and
agree to comply with the provision of said Act relative to
keeping open said office.


MIMI NOFIL
PRESIDENT of Nofil Investments, Inc.
(REGISTERED AGENT)

Prepared by:
Mimi Nofil,
PRESIDENT of Nofil Investments, Inc.
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