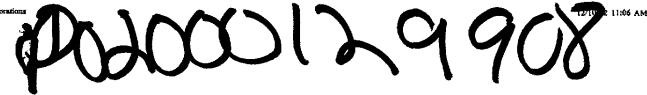
Division of Corporation



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Division of Corporations

Fax Number

: (850)205-0381

Account Name

: CORPORATE CREATIONS INTERNATIONAL INC.

Account Number : 110432003053

Phone Fax Number : (305)672-0686 : (305)672-9110

FLORIDA PROFIT CORPORATION OR P.A.

Majestic Management Group, Inc.

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ARTICLES OF INCORPORATION

Article I. Name

The name of this Florida corporation is: Majestic Management Group, Inc.

Article II. Address

The Corporation's mailing address is: Majestic Management Group, Inc. 1100 Park Central Blvd. South Suite 3750 Pompano Beach FL 33064

Article III. Registered Agent

The name and address of the Corporation's registered agent is:
R. Lawrence Bonner, Esq.
Homer, Bonner & Delgado, P.A.
100 SE 2nd Street, Suite 3400
Miami FL 33131

Article IV. Board of Directors

The name of each member of the Corporation's Board of Directors is: Mark Dym

The affairs of the Corporation shall be managed by a Board of Directors consisting of no less than one director. The number of directors may be increased or decreased from time to time in accordance with the Bylaws of the Corporation. The election of directors shall be done in accordance with the Bylaws. The directors shall be protected from personal liability to the fullest extent permitted by applicable law.

R. Lawrence Bonner | FL Bar Member 304328 Homer, Bonner & Delgado, P.A. 100 SE 2nd Street, Suite 3400 Miami FL 33131 305-350-5100 02 DEC 10 PM 1: 0=

Article V. Capital Stock

The Corporation shall have the authority to issue 2,000 shares of common stock, par value \$.01 per share.

Article VI. Incorporator

The name and address of the incorporator is:
R. Lawrence Bonner
Homer, Bonner & Delgado, P.A.
100 SE 2nd Street, Suite 3400
Miami FL 33131

Article VII. Corporate Existence

These Articles of Incorporation shall become effective and the corporate existence will begin on December 10, 2002.

The undersigned incorporator executed these Articles of Incorporation on December 10, 2002.

R. LAWRENCE BONNER by T. Back as attorney-in-fact

R. Lawrence Bonner | FL Bar Member 304328 Horner, Bonner & Delgado, P.A. 100 SE 2nd Street, Suite 3400 Miami FL 33131 305-350-5100

CERTIFICATE OF DESIGNATION REGISTERED AGENT/OFFICE

CORPORATION:

Majestic Management Group, Inc.

REGISTERED AGENT/OFFICE:

R. Lawrence Bonner, Esq. Homer, Bonner & Delgado, P.A. 100 SE 2nd Street, Suite 3400 Miami FL 33131 DIVISION OF CONFUNCTIONS

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I agree to act as registered agent to accept service of process for the corporation named above at the place designated in this Certificate. I agree to comply with the provisions of all statutes relating to the proper and complete performance of the registered agent duties. I am familiar with and accept the obligations of the registered agent position.

R. LAWRENCE BONNER, ESQ. by T. Baez as attorney-in-fact

Date: December 10, 2002

R. Lawrence Bonner | FL Bar Member 304328 Homer, Bonner & Delgado, P.A. 100 SE 2nd Street, Suite 3400 Miami FL 33131 305-350-5100

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