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Florida Department of State

Division of Corporations Public Access System

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To:

Division of Corporations

Fax Number

: (850)205-0381

From:

Account Name : EMPIRE CORPORATE KIT COMPANY

Account Number : 072450003255 : (305)634-3694 Phone

Fax Number : (305)633-9696

FLORIDA PROFIT CORPORATION OR P.A.

STERNS GROUP, INC.

Certificate of Status	0
Certified Copy	1
Page Count	03
Estimated Charge	\$78.75

26/03 10:49 AT

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ARTICLES OF INCORPORATION OF STERNS GROUP, INC.

ARTICLE I

The name of this corporation is STERNS GROUP, INC. The principal address of corporation is 46 S.W. First Street, Suite 400, Miami, Florida 33130.

ARTICLE II

This corporation shall have perpetual existence, unless somer dissolved according to law.

ARTICLE III

This corporation is organized for the following purpose: To engage in the transaction of any and all lawful business whatsoever.

ARTICLE IV

This corporation is authorized to issue One Thousand (1,000) shares of One Hundred Dollars (\$100.00) par value common stock

ARTICLE V

The street address of the initial registered office of this corporation is 46 S. W. First Street, Fourth, Floor, Miami, Plorida 33130 and the name of the registered agent of this corporation at that address is Keith D. Diamond.

ARTICLE VI

The name and address of the person signing these Articles is Keith D. Diamond, 46 S. W. First Street, Fourth Floor, Miami, Florida 33130.

ARTICLE VII

The power to adopt, after, named or repeal By-Laws shall be vested in the Florida General Corporation Act.

ARTICLE VIII

This corporation shall have all the corporate powers enumerated in the Florida General Corporation Act.

ARTICLE IX

The corporation shall indemnify any office or director, or any former officer or director, to the full extent permitted by law.

ARTICLE X

This corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment hereto, and any right conferred upon the shareholders is subject to this reservation.

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IN WITNESS, WHEREOF, the undersigned subscriber has executed these Articles of Incorporation this 26 day of February, 2003.

1 AM HEREBY familiar with and accept the duties and responsibilities as registered agent for said corporation.

KEITH B. DIAMOND Subscriber and Registered Agent

STATE OF FLORIDA)

: ss. COUNTY OF DADE:)

The foregoing instrument was acknowledged before me on this 26 day of February, 2003

by Keith D. Diamond, who is personally known to me.

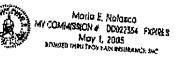
NOTARY PUBLIC, State of Florida

At Large

Print Name: MARIA E. NOLASCO

My Commission Expires:

Propagal by Keth D Dwamond, Esq. Fls. Bai No. 703516 46 S.W. Pirst Street Surat 400 Nilmii, Florida 33130 (205) 358-0074



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