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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

Florida Department of State  
Division of Corporations  
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To:

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

From:

Account Name : EMPIRE CORPORATE KIT COMPANY  
Account Number : 072450003255  
Phone : (305) 634-3694  
Fax Number : (305) 633-9696

**FLORIDA PROFIT CORPORATION OR P.A.**

**dal/for industries, incorporated**

Certificate of Status	0
Certified Copy	1
Page Count	05
Estimated Charge	\$78.75

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ARTICLES OF INCORPORATION

OF

Dal/For Industries, Incorporated

ARTICLE I- NAME

The name of the corporation is Dal/For Industries, Incorporated.

ARTICLE II- ADDRESS

The principal office or mailing address of this corporation shall be located at:

Dal/For Industries, Incorporated  
1261 S.E 27<sup>th</sup> Street  
Building 8, Apt. 201  
Homestead, FL 33034

ARTICLE III- DURATION

This corporation shall exist in perpetuity.

ARTICLE IV- PURPOSE

This corporation is organized for the purpose of engaging in any activities or business permitted under the laws of the United States and Florida.

ARTICLE V- INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this corporation is 100 Biscayne Blvd., Suite 800, Miami, FL 33131 and the name of the registered agent of this corporation is J. T. Halcy

ARTICLE VI- CAPITAL STOCK

This corporation is authorized to issue 100 shares of \$1.00 par value common stock which shall be designated "Common Shares."

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#### ARTICLE VII- INITIAL BOARD OF DIRECTORS

This corporation shall have two directors initially. The number of directors may be either increased or diminished from time to time by the By-Laws, but shall never be less than one. The names and addresses of the initial directors and officers of this corporation are

Director, Vice President and  
Secretary/Treasurer.

Jeffrey Dalziel  
1261 S.E. 27<sup>th</sup> Street  
Building 8, Apt. 201  
Homestead, FL 33034

Director, President:

Robert Forcucci  
2307 Highway 138 East  
Stockbridge, GA 30281

#### ARTICLE VIII- INCORPORATOR

The name and address of the person signing these Articles is.

J. T. Haley, Esquire  
100 S Biscayne Blvd. Suite 800  
Miami, FL 33131

#### ARTICLE IX- BY-LAWS

The power to adopt, alter, amend or repeal By-Laws shall be vested in the Board of Directors.

#### ARTICLE X- POWERS

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

#### ARTICLE XI- INDEMNIFICATION

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



ARTICLE XII- AMENDMENT

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.


IN WITNESS WHEREOF, the undersigned subscribed has executed these Articles of Incorporation this 11 day of March, 2003.

  
J. T. HALEY

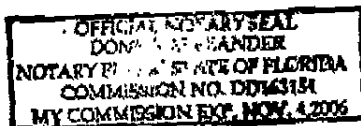
STATE OF FLORIDA  
SS  
COUNTY OF MIAMI-DADE

BEFORE ME, the undersigned authority, personally appeared J. T. Haley, to me well known, and known to me to be the individual described in and who executed the foregoing instrument as subscribed hereto.

WITNESS my hand and official seal this 11th day of March, 2003.

  
Notary Public, State of Florida  
Printed Name: DONNA ALEXANDER

My commission expires:



TOTAL P.05

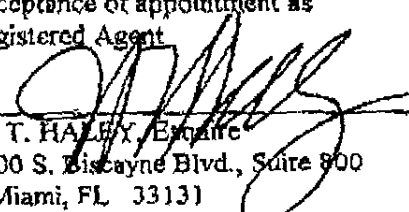
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DESIGNATION OF REGISTERED AGENT

Pursuant to Chapters 48.091 and 607.034, Florida Statutes, the following is submitted in compliance with the requirements and made a part of the Articles of Incorporation of the corporation.

That, NW STUDIOS USA, INC desiring to organize under the Laws of the State of Florida, with its registered office and agent as indicated in the Articles of Incorporation, has named J. T. Haley, as its Registered Agent to accept service of process within this State.

Acceptance of appointment as  
Registered Agent

  
J. T. HALEY, Esquire  
100 S. Biscayne Blvd., Suite 800  
Miami, FL 33131

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This instrument prepared by:

J. T. Haley, Esquire  
100 S Biscayne Blvd., Suite 800  
Miami, FL 33131  
FBN: 131633

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