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

Attn Doris Brown

From:
Account Name : TOBIN & REYES, P.A.
Account Number : I20000000155
Phone : (561) 620-0656
Fax Number : (561) 620 0657

FLORIDA PROFIT CORPORATION OR P.A.

Matolyn, Inc.

Certificate of Status	0
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Kristina & Richard Stein

352-861-4932

p.1

MATYOLYN, LLC
7278 S.E. 12th Circle
Ocala, FL 34480

Florida Department of State
Division of Corporations
P.O. Box 6327
Tallahassee, Florida 32314

Attn: Doris Brown
Document Specialist
New Filings Section

Re: Incorporation of Matolyn, Inc.

Dear Ms. Brown:

This letter is to authorize the filing of Matolyn, Inc. as a Florida corporation. Although the address for Matolyn, LLC is different from the address listed in the Articles of Incorporation for Matolyn, Inc., I am the sole member of Matolyn, LLC and will be the sole shareholder of Matolyn, Inc. Please allow the filing of Matolyn, Inc. to proceed as soon as possible.

Please advise if there are any further problems with organizing Matolyn, Inc. as provided in the Articles of Incorporation attached. We hope that Matolyn, Inc. will be executing certain documents in connection with the acquisition of a business early next week. Accordingly, your prompt attention to this matter would be greatly appreciated. Thank you for your consideration.

Very truly yours,



Richard Stein

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**ARTICLES OF INCORPORATION
OF
MATOLYN, INC.**

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TALLAHASSEE FLORIDA

The undersigned subscriber to these Articles of Incorporation hereby forms a corporation under the Florida Business Corporation Act.

**ARTICLE I.
CORPORATE NAME**

The name of this Corporation is Matolyn, Inc.

ARTICLE II.

The Corporation's mailing address and principal office is:

The Justice Building
524 South Andrews Avenue
Suite 302N
Fort Lauderdale, Florida 33301

**ARTICLE III.
NATURE OF CORPORATE BUSINESS**

This Corporation, through its officers, employees and agents shall be authorized to engage in any activity or business permitted under the laws of the United States and the State of Florida.

**ARTICLE IV.
CAPITAL STOCK**

This Corporation is authorized to issue a maximum of ten thousand (10,000) shares of stock. The shares of stock authorized shall be common stock having a par value of \$.01 per share.

Matolyn, Inc.

Articles of Incorporation

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**ARTICLE V.
INITIAL REGISTERED AGENT AND INITIAL REGISTERED OFFICE**

The Corporation's initial Registered Agent and Registered Office in the State of Florida shall be:

Tobin & Reyes, P.A.
7251 West Palmetto Park Road
Suite 205
Boca Raton, Florida 33433

**ARTICLE VI.
BOARD OF DIRECTORS**

The Corporation shall initially have one Director. The number of Directors may be altered from time to time in accordance with By-Laws adopted by the Stockholders.

The names and post office addresses of the initial Director of the Corporation is:

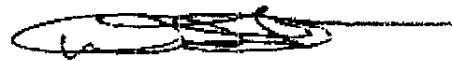
Richard Stein
The Justice Building
524 South Andrews Avenue
Suite 302N
Fort Lauderdale, Florida 33301

The initial Director shall hold office until the first annual meeting of the Stockholders of the Corporation.

The name and post office address of the Incorporator executing these Articles of Incorporation is:

David S. Tobin, Esq.
Tobin & Reyes, P.A.
7251 West Palmetto Park Road
Suite 205
Boca Raton, Florida 33433

THE UNDERSIGNED INCORPORATOR, for the purpose of forming a Corporation to do business within the State of Florida, does make and file these Articles of Incorporation.



David S. Tobin

Matofyn, Inc.

Articles of Incorporation

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**CERTIFICATE OF REGISTERED AGENT
OF
MATOLYN, INC.**

Pursuant to Section 607.0501 of the Florida Business Corporations Act, the following is submitted, in compliance with said Act:

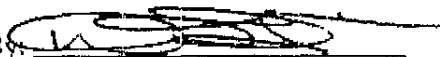
That Matolyn, Inc., desiring to organize under the laws of the State of Florida with its principal office, as indicated in the Articles of Corporation, has named Tobin & Reyes, P.A., 7251 West Palmetto Park Road, Suite 205, Boca Raton, Florida 33433, as its agent to accept service of process within this State.

ACKNOWLEDGMENT

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

Dated this 1st day of March, 2003.

TOBIN & REYES, P.A.

By: 
David S. Tobin,
President

Matolyn, Inc.

Articles of Incorporation

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