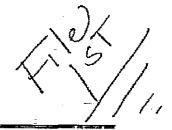
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FLORIDA PROFIT CORPORATION OR P.A.

A & M COMPANIES, INC.

Certificate of Status	0
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ARTICLES OF INCORPORATION

OF

A & M COMPANIES, INC.

ARTICLE I NAME

The name of the corporation is A & M COMPANIES, INC. (the "Corporation").

ARTICLE II PRINCIPAL OFFICE

· The principal office of the Corporation is 2031 North Bay Road, Miami Beach, Florida 33140.

ARTICLE III REGISTERED AGENT

The name of the Corporation's registered agent in the State of Florida is B & C Corporate Services, Inc. and the address of the Corporation's registered office is 201 South Biscayne Boulevard, Suite 3000, Miami, Florida 33131.

ARTICLE IV INCORPORATOR

The name and address of the incorporator of the Corporation is: Allen D. Kaplan, 2031 North Bay Road, Mismi Beach, Florida 33140.

ARTICLE V PURPOSE

The purpose of the Corporation is to engage in any lawful act or activity for which corporations may be organized under the laws of the State of Florida and the Corporation shall have all of the powers conferred upon corporations organized under the laws of the State of Florida to carry out such purpose.

ARTICLE VI

The Corporation shall have perpetual existence.

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ARTICLE VII

The Corporation authorized to issue 1,000 shares of common stock par value \$0.01 per share.

ARTICLE VIII INDEMNISTICATION

The Corporation shall indemnify any director or officer to the fullest extent permitted by Florida.

ARTICLE IX DIRECTORS

The Corporation shall have one director initially and the number of directors may be increased or diminished from time to time as provided in the Bylaws but shall never be less than one. The names and addresses of the initial director is:

Allen D. Kaplan 2031 North Bay Road Mismi Beach, Florida 33140

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation this Q1 day of May, 2003.

Allen O Kenley Incomes

MARICORFSCORPSCIA

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ACCEPTANCE OF APPOINTMENT OF REGISTERED AGENT OF A & M COMPANIES, INC.

I hereby accept the appointment as registered agent contained in the foregoing Articles of Incorporation and state that I am familiar with and accept the obligations of Section 607.0505 of the Florida Business Corporation Act.

B & C CORPORATE SERVICES, INC., a Florida corporation

Βv

Cisela Fasco, Vice President

03 MAY-2 AH 8: SECRETARY OF STA