

Division of Corporations

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To:

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

From:

Account Name : CORPORATION SERVICE COMPANY/AZH
Account Number : I20000000195
Phone : (850)521-1000
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FLORIDA PROFIT CORPORATION OR P.A.**LIONHEART ASSET MANAGEMENT, INC.**

Certificate of Status	0
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

**ARTICLES OF INCORPORATION
OF
LIONHEART ASSET MANAGEMENT, INC.**

The undersigned incorporator hereby forms a corporation under Chapter 607 of the laws of the State of Florida.

ARTICLE I. NAME

The name of the corporation shall be: Lionheart Asset Management, Inc.

The address of the principal office of this corporation shall be 4000 Hollywood Boulevard, Suite 605-S, Hollywood, Florida 33021, and the mailing address of the corporation shall be the same.

ARTICLE II. NATURE OF BUSINESS

This corporation may engage or transact in any or all lawful activities or business permitted under the laws of the United States, the State of Florida or any other state, country, territory or nation.

ARTICLE III. CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is one thousand (1,000) shares of common stock having \$0.01 par value per share.

ARTICLE IV. REGISTERED AGENT

The street address of the initial registered office of the corporation shall be, and the name of the initial registered agent of the corporation at that address is.

Corporation Service Company
1201 Hays Street
Tallahassee, Florida 32301

Article V. Term of Existence

This corporation is to exist perpetually unless dissolved according to the law.

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ARTICLE VI. INCORPORATOR

The name and street address of the incorporator to these Articles of Incorporation:

Dale S. Bergman
100 SE 2nd Street, Suite 2100
Miami, Florida 33131

ARTICLE VII. NUMBER OF DIRECTORS

The business of this Corporation shall be managed by a Board of Directors consisting of not fewer than one (1), the exact number to be determined from time to time in accordance with the Bylaws.

ARTICLE VIII. INITIAL BOARD OF DIRECTORS

The name and street address of the sole member of the initial Board of Directors of this corporation, who shall hold office until the first annual meeting of shareholders, and thereafter until her successor is elected is as follows:

Michele LaBruce
4000 Hollywood Boulevard
Suite 605-S
Hollywood, Florida 33021

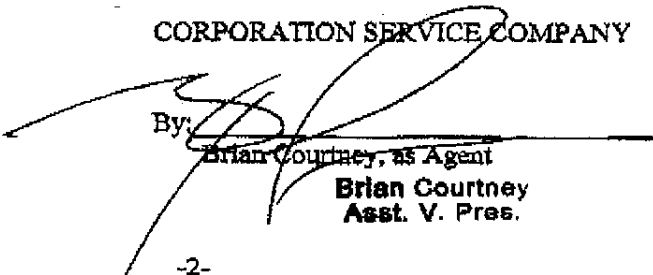
IN WITNESS WHEREOF, the undersigned has executed these Articles of Incorporation this 9 day of July, 2003.

By: 
Dale S. Bergman

ACCEPTANCE BY THE REGISTERED AGENT AS REQUIRED IN SECTION 607.0501(3)
F.S.: CORPORATION SERVICE COMPANY IS FAMILIAR WITH AND ACCEPTS THE
OBLIGATIONS PROVIDED FOR IN SECTION 607.0505, F.S.

DATED: July 21, 2003

CORPORATION SERVICE COMPANY

By: 
Brian Courtney, as Agent
Brian Courtney
Asst. V. Pres.

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