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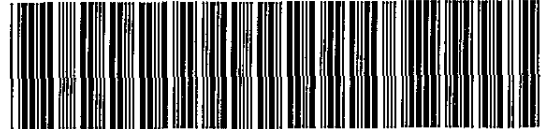
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DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
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CORPORATION SERVICE COMPANY™

ACCOUNT NO. : 0721000000032

REFERENCE : 177260 9540A

AUTHORIZATION : *Patricia Pizeto*

COST LIMIT : \$ 70.00

ORDER DATE : July 22, 2003

ORDER TIME : 10:34 AM

ORDER NO. : 177260-005

CUSTOMER NO: 9540A

CUSTOMER: Barry Billington, Esq
Johnston Thomas & Billington

Building: 2335 Suite: 301,
Suite 301 Bank Of America Bldg
Pompano Beach, FL 33062

DOMESTIC FILING

NAME: ARCADIA HOLDINGS, INC.

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION
 CERTIFICATE OF LIMITED PARTNERSHIP
 ARTICLES OF ORGANIZATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

 CERTIFIED COPY
XX PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Sara Lea - EXT. 1114

EXAMINER'S INITIALS: _____

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03 JUL 22 AM 3:23

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION
OF
ARCADIA HOLDINGS, INC.

The undersigned incorporators hereby form a corporation under Chapter 607 of the laws of the State of Florida.

ARTICLE I. NAME

The name of the corporation shall be: ARCADIA HOLDINGS, INC. The address of the principal office of this corporation shall be: 902 Clint Moore Road, Suite 126, Boca Raton, FL 33487, 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 100 shares of common stock at no par value.

ARTICLE IV. REGISTERED AGENT

The street address of the initial registered office of the corporation shall be 902 Clint Moore Road, Suite 126, Boca Raton, FL 33487 and the name of the initial registered agent of the corporation at that address is S. JAMES TRINGALI.

ARTICLE V. TERM OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE VI. SPECIAL PROVISION

It is the intent of the incorporator that the corporation will qualify under Section 1244 of the Internal Revenue Code.

ARTICLE VII. OFFICERS

The name and address of the initial officers of the corporation who shall hold office for the first year of the corporation, or until a successor is elected or appointed is:

| | |
|---|---|
| S. JAMES TRINGALI President | 902 Clint Moore Road, Suite 126 Boca Raton, FL 33487 |
| JOHN M. TRINGALI Secretary/Treasurer | 902 Clint Moore Road, Suite 126 Boca Raton, FL 33487 |
| ELEANOR ZACCAGNINI Vice-President | 902 Clint Moore Road, Suite 126 Boca Raton, FL 33487 |

ARTICLE VIII. PREEMPTIVE RIGHTS

The corporation elects to have preemptive rights.

ARTICLE IX. INCORPORATORS

The name and street addresses of the incorporators to these Articles of Incorporation:

S. JAMES TRINGALI and ANTONETTE TRINGALI
902 Clint Moore Road, Suite 126
Boca Raton, FL 33487

JOHN M. TRINGALI and KAREN L. TRINGALI
902 Clint Moore Road, Suite 126
Boca Raton, FL 33487

ELEANOR ZACCAGNINI
902 Clint Moore Road, Suite 126
Boca Raton, FL 33487

ARTICLE X. DIRECTORS

All corporate powers shall be exercised by or under the authority of, and the business and affairs of the corporation managed under the direction of its Board of Directors, subject to any limitation set forth in these Articles of Incorporation. This corporation shall have three Directors initially. The name and street address of the initial members of the Board of Directors are as follows:


S. JAMES TRINGALI
902 Clint Moore Road, Suite 126
Boca Raton, FL 33487

JOHN M. TRINGALI
902 Clint Moore Road, Suite 126
Boca Raton, FL 33487


ELEANOR ZACCAGNINI
902 Clint Moore Road, Suite 126
Boca Raton, FL 33487

IN WITNESS WHEREOF, the undersigned agents have hereunto set their seals on

July 18, 2003.


S. JAMES TRINGALI


ANTONETTE TRINGALI



JOHN M. TRINGALI


KAREN L. TRINGALI


ELEANOR ZACCAGNINI

ACCEPTANCE OF REGISTERED AGENT DESIGNATED
IN THE ARTICLES OF INCORPORATION

VAHE PENBE, having been designated as the Registered Agent in the above and foregoing Articles, is familiar with and accepts the obligations of the position of Registered Agent under Section 607.0505, Florida Statutes.



S. JAMES TRINGALI

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