

Florida Department of State

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To:

Division of Corporations

Fax Number

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From

Account Name

: CORFORATE CREATIONS INTERNATIONAL INC.

Account Number : 110432003053

; (305) 672-0686

Phone Fax Number

: (305) 672-9110

FLORIDA PROFIT CORPORATION OR P.A.

FEO HOLDINGS, INC.

Certificate of Status	1
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TALLAHASSEE FLORIDA

ARTICLES OF INCORPORATION

Article I. Name

The name of this Florida corporation is: FEO HOLDINGS, INC.

Article II. Address

The Corporation s mailing address is: FEO HOLDINGS, INC. 1835 Main Street, Suite 101 Weston FL 33326

Article III. Registered Agent

The name and address of the Corporation's registered agent is: Joaquin R. Urquiola Goldstein Schechter Price Lucas Horwitz & Co., P.A. 2121 Ponce De Leon Boulevard, Suite 1100 Coral Gables FL 33134

Article IV. Board of Directors

The name of each member of the Corporation's Board of Directors is: Mary Feo

The affairs of the Corporation shall be managed by a Board of Directors consisting of no less than one director. The number of directors may be increased or decreased from time to time in accordance with the Bylaws of the Corporation. The election of directors shall be done in accordance with the Bylaws. The directors shall be protected from personal liability to the fullest extent permitted by applicable law.

Corporate Creations International Inc. 941 Fourth Street Miami Beach FL 33139 (561) 694-8107

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Article V. Capital Stock

The Corporation shall have the authority to issue 2,000 shares of common stock, par value \$.01 per share.

Article VI. Incorporator

The name and address of the incorporator is: Corporate Creations International Inc. 941 Fourth Street Miami Beach FL 33139

Article VII. Corporate Existence

These Articles of Incorporation shall become effective and the corporate existence will begin on July 24, 2003.

The undersigned incorporator executed these Articles of Incorporation on July 24, 2003.

CORPORATE CREATIONS INTERNATIONAL INC.

Kara Rosa Vice President by D. Stoutt as attorney-in-fact

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TALLAHASSEE FLORIDA

CERTIFICATE OF DESIGNATION REGISTERED AGENT/OFFICE

<u>CORPORATION</u>: FEO HOLDINGS, INC.

REGISTERED AGENT/OFFICE:

Joaquin R. Urquiola Goldstein Schechter Price Lucas Horwitz & Co., P.A. 2121 Ponce De Leon Boulevard, Suite 1100 Coral Gables FL 33134

I agree to act as registered agent to accept service of process for the corporation named above at the place designated in this Certificate. I agree to comply with the provisions of all statutes relating to the proper and complete performance of the registered agent duties. I am familiar with and accept the obligations of the registered agent position.

JOAQUIN R. URQUIOLA by D. Stoutt as attorney-in-fact

Date: July 24, 2003

Corporate Creations International Inc. 941 Fourth Street Miami Beach FL 33139 (561) 694-8107