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To:

Division of Corporations

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Account Name : ACE INDUSTRIES, INC.

Account Number : 070744001530 Phone

: (305)358-2571

Fax Number

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FLORIDA PROFIT CORPORATION OR P.A.

NEPTUNE ASSET MANAGEMENT CO. INC.

| Certificate of Status | 0 |
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11/18/03

H03-320085

Articles of Incorporation

Article 1: Name of Corporation: NEPTUNE ASSET MANAGEMENT CO. INC.

> Address of Corporation: 88181 OLD HWY H22 ISLAMORADA, FL. 33036

Article 2: Capital Stock: The number of shares which the corporation has authorized

to be outstanding at any one time is 100, with a par value of 0.

Article 3: REGISTERED AGENT: ROBERT S. CUTILLO

> REGISTERED OFFICE: 88181 OLD HWY H22 ISLAMORADA, FL. 33038

*I am familiar with and hereby accept the duties and responsibilities as Register Agent for said corporation.

Signature of Registered Agent

The Board of Directors are: (Board of Directors is NOT REQUIRED). Article 4:

First listed is President, Second Is Vice President, then Secretary/Treasurer.

1. ROBERT S. CUTILLO, 88181 OLD HWY H22, ISLAMORADA, FL. 33036

3.

The NAME and ADDRESS of the INCORPORATOR is: Article 5:

> ROBERT S. CUTILLO 88181 OLD HWY H22 ISLAMORADA, FL. 33036

In witness whereof, I have subscribed my name:

Signature of Incorporator

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