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To:

Division of Corporations

: (850)205-0381 Fax Number

From:

Account Name : ROGERS, BOWERS, DEMPSEY AND PALADINO

Account Number : I20010000034 : (561)655-8980 Phone Fax Number : (561)655-9480

FLORIDA PROFIT CORPORATION OR P.A.

LINDA DE NIRO & COMPANY, INC.

Certificate of Status	0
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SEC. STATE STATE TALLAID.SSEE, FLORIDA

ARTICLES OF INCORPORATION

Of

LINDA DE NIRO & COMPANY, INC.

ARTICLE I - NAME

The name of the Corporation shall be LINDA DE NIRO & COMPANY, INC.

ARTICLE II - PURPOSE

The Corporation is organized for the purpose of transacting any and all lawful business for which a corporation may be organized under the laws of the United States and the Florida Statutes.

ARTICLE III - PRINCIPAL PLACE OF BUSINESS

The Corporation's principal place of business shall be Linda De Niro & Company, Inc, 53 Seabreeze Avenue, Delray Beach, Florida 33483.

ARTICLE IV - DURATION

The Corporation shall commence on the date these Articles are filed in the Office of the Secretary of State of Florida, and exist perpetually unless sooner dissolved according to law.

ARTICLE V - CAPITAL STOCK

The Corporation shall have authority to issue a maximum of One Hundred (100) shares of common stock, having one dollar (\$1.00) par value.

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ARTICLE VI - REGISTERED AGENT

The name and address of the Corporation's registered agent is:

Richard Paladino
505 South Flagler Drive, Suite 1330
West Palm Beach, Florida 33401

ARTICLE VII - INCORPORATOR

The name and address of the Corporation's incorporator is:

Linda De Niro 53 Scabreeze Avenue Delray Beach, Florida 33483

ARTICLE VIII - INITIAL OFFICERS

The Corporation's initial officers are:

President, Vice-President, Treasurer and Secretary

Linda De Niro

ARTICLE IX-INITIAL DIRECTORS

The Corporation's initial director is:

Linda De Niro

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IN WITNESS WHEREOF, the undersigned have executed these Articles of Incorporation on this 18 day of November, 2003.

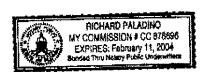
Linda De Niro, Incorporator

STATE OF FLORIDA)
COUNTY OF PALM BEACH)

The foregoing instrument was acknowledged before me, this day of November, 2003, by Linda De Niro, who is personally known to me or who produced her driver's license as identification.

Notary Public State of Florida

[NOTARIAL SEAL]



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CERTIFICATE DESIGNATING PLACE OF BUSINESS FOR SERVICE OF PROCESS WITHIN THE STATE OF FLORIDA AND NAMING AGENT UPON WHOM PROCESS MAY BE SERVED

In accordance with section 607.0501of the Florida Statutes, LINDA DE NIRO & COMPANY, INC., desiring to organize under the laws of the State of Florida with its principal office as indicated in the Articles of Incorporation in the City of Delray Beach, County of Palm Beach, State of Florida, has named Richard Paladino, whose address is 505 South Flagler Drive, Suite 1330, West Palm Beach, Florida 33401, as its agent to accept service of process within the state.

ACKNOWLEDGMENT BY REGISTERED AGENT

In accordance with section 607.0501(3) of the Florida Statutes, I, Richard Paladino, having been named Registered Agent for LINDA DE NIRO & COMPANY, INC., state that I am familiar with and agree to accept the responsibilities and obligations of that position.

Dated this 19 day of November, 2003.

Richard Paladino

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