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Florida Department of State
Division of Corporations
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ALLAHASSEE FLORIDA

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FLORIDA PROFIT CORPORATION OR P.A.

STARWELL PRODUCTS, INC.

Certificate of Status	0
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ARTICLES OF INCORPORATION
OF

DEPARTMENT OF STATE
TALLAHASSEE FLORIDA

STARWELL PRODUCTS, INC.

The undersigned incorporator(s), for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopt(s) the following Articles of Incorporation.

ARTICLE I The name of the corporation is STARWELL PRODUCTS, INC.

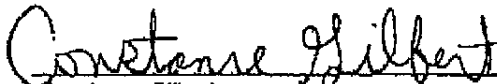
ARTICLE II The principal place of business and mailing address of this corporation shall be
256 Bryan Road, Dania, FL 33004

ARTICLE III The number of shares of stock that this corporation is authorized to have out- standing at any one time is:
100 shares with no par value.

ARTICLE IV The name and address of the initial registered agent is:
Jeff Cohen
256 Bryan Road
Dania, FL 33004

ARTICLE V The name(s) and street address(es) of the incorporator(s) to these Articles of Incorporation is (are):
Constance Gilbert
c/o Accelerated Information & Document Filing, Inc., 90 State Street, Suite 836, Albany, NY 12207

The undersigned incorporator(s) has (have) executed these Articles of Incorporation on
January 28, 2004


Constance Gilbert

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CERTIFICATE OF DESIGNATION
REGISTERED AGENT/REGISTERED OFFICE

DEPARTMENT OF STATE
TALLAHASSEE FLORIDA

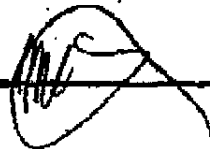
The name of the corporation is: STARWELL PRODUCTS, INC.

The name and address of the registered agent and office is:

Jeff Cohen
256 Bryan Road
Dania, FL 33004

Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this certificate, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.

Jeff Cohen
256 Bryan Road
Dania, FL 33004



January 28, 2004

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