

FEB-03-2004 TUE 02:31 PM BERGER SINGERMAN

FAX NO. 888714300

Division of Corporations

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From:

Account Name : BERGER SINGERMAN
Account Number : I19990000048
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FLORIDA PROFIT CORPORATION OR P.A.

Arrow Purchasing, Inc.

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This instrument was prepared by:
Daniel Lampert, Esq.
(Bar No. 0282456)
Berger Singerman, PA
200 S. Biscayne Blvd., #1000
Miami, Florida 33133

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**ARTICLES OF INCORPORATION
OF
ARROW PURCHASING, INC.
(a Florida Corporation)**

The undersigned, acting as Incorporator of a Florida corporation under the Florida Business Corporation Act, Chapter 607 of the Florida Statutes, hereby causes to be delivered the following Articles of Incorporation.

ARTICLE I

NAME

The name of the Corporation is **ARROW PURCHASING, INC.** (the "Corporation").

ARTICLE II

PRINCIPAL OFFICE

The address of the principal office of the Corporation is 1001 Brickell Bay Drive, 27th Floor, Miami, Florida 33131.

ARTICLE III

COMMENCEMENT OF CORPORATE EXISTENCE

The corporate existence shall begin on the date these Articles of Incorporation are filed with the Department of State.

ARTICLE IV

PURPOSE

The Corporation is organized for the purpose of transacting any and all lawful business for which corporations may be incorporated under the laws of the State of Florida.

ARTICLE V

AUTHORIZED SHARES

The Corporation is authorized to issue Ten Thousand (10,000) shares of common stock, having a par value of \$.01 per share.

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ARTICLE VI

INCORPORATOR

The name and address of the Incorporator of the Corporation is:

Name

Address

Daniel Lampert, Esq.

200 S. Biscayne Blvd., Ste. 1000
Miami, FL 33131

ARTICLE VII

REGISTERED AGENT

The name and address of the initial registered agent of the Corporation is:

Name

Address

BSPA Corporate Services, Inc.

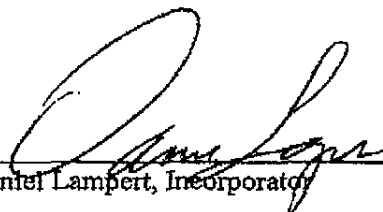
350 East Las Olas Boulevard
Suite 1000
Fort Lauderdale, FL 33301

ARTICLE IX

INDEMNIFICATION

The directors, officers and employees of the Corporation shall be exculpated from liability to the Corporation, and indemnified against liability by the Corporation, for actions taken or not taken in their capacities as directors, officers or employees of the Corporation, to the fullest extent permitted by Florida law and the Bylaws of the Corporation.

IN WITNESS WHEREOF, the undersigned has executed these Articles of Incorporation this 7 day of February, 2004.


Daniel Lampert, Incorporator

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ACCEPTANCE OF DESIGNATION AS REGISTERED AGENT

I hereby accept the appointment as the initial Registered Agent of ARROW PURCHASING, INC., as made in the foregoing Articles of Incorporation, and agree to act in such 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 the initial Registered Agent of ARROW PURCHASING, INC.

Date: February 2, 2004


Daniel Lampert

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