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Division of Corporations
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To:

Division of Corporations
Fax Number : (850) 205-0381

From:

Account Name : KRAMER, GREEN, ZUCKERMAN & KAHN, P.A.
Account Number : 073707002173
Phone : (954) 966-2112
Fax Number : (954) 981-1605

FLORIDA PROFIT CORPORATION OR P.A.

ATLANTIC BRANDS CORP.

Certificate of Status	0
Certified Copy	1
Page Count	04
Estimated Charge	\$78.75

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Mar.15. 2004 4:57PM

No.3200 P. 2

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ARTICLES OF INCORPORATION
OF
ATLANTIC BRANDS CORP.

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I, the undersigned, for the purpose of forming a corporation for profit, pursuant to the laws of the State of Florida, do hereby adopt the following Articles of Incorporation:

ARTICLE I

NAME

The name of this corporation is ATLANTIC BRANDS CORP.

ARTICLE II

BUSINESS ADDRESS

The business address of this corporation is 2401 East Atlantic Boulevard, Suite 410, Pompano Beach, FL 33062.

ARTICLE III

DURATION

This corporation shall have perpetual existence commencing on the date of filing of the Articles of Incorporation with the Department of State.

ARTICLE IV

PURPOSE

This corporation is organized for the purpose of transacting any or all lawful business.

Prepared by: Mitchell F. Green, Bar No. 358788, 4000 Hollywood Boulevard, Suite 485 South,
Hollywood, FL 33021, phone: (954)966-2112

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ARTICLE V

CAPITAL STOCK

This corporation is authorized to issue seven thousand five hundred (7,500) shares of One (\$1.00) Dollar par value common stock, which shall be designated "Common Shares."

ARTICLE VI

VOTING RIGHTS

Each share of common stock of this corporation shall entitle the holder of record thereof to one (1) vote upon each proposal presented at lawful meetings of the stockholders.

ARTICLE VII

PREEMPTIVE RIGHTS

There shall be no preemptive rights in any stock herein issued or hereafter issued.

ARTICLE VIII

INITIAL REGISTERED OFFICE AND REGISTERED AGENT

The street address of the initial registered office of this corporation is 4000 Hollywood Boulevard, Suite 485 South, Hollywood, Florida 33021, and the name of the initial registered agent of this corporation at that address is Mitchell F. Green.

ARTICLE IX

INITIAL BOARD OF DIRECTORS

This corporation shall have one (1) director initially. The number of directors may be either increased or diminished from time to time by the bylaws, but never less than one (1).

The name and address of the initial director of this corporation is:

Karen Moody
20101 N.E. 16th Place
Miami, FL 33179

Mar.15. 2004 4:58PM

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ARTICLE X

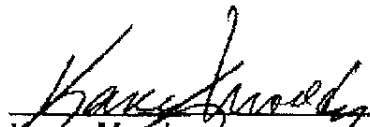
INCORPORATOR

The name and address of the Incorporator is:

Karen Moody
20101 N.E. 16th Place
Miami, FL 33179

IN WITNESS WHEREOF, the undersigned has executed these Articles of Incorporation

on this 12 day of March, 2004.



Karen Moody
Initial Director/Incorporator

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**CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR
THE SERVICE OF PROCESS WITHIN FLORIDA, NAMING AGENT UPON
WHOM PROCESS MAY BE SERVED**

In compliance with Sections 48.091 and 607.0501, Florida Statutes, the following is submitted:

FIRST -- That ATLANTIC BRANDS CORP, desiring to organize or qualify under the laws of the State of Florida, with its principal place of business at 2401 East Atlantic Boulevard, Suite 410, City of Pompano Beach, State of Florida, has named Mitchell F. Green, located at 4000 Hollywood Boulevard, Suite 485 South, City of Hollywood, State of Florida, as its agent to accept service of process within the State of Florida.

SIGNATURE: _____

Karen Meedy

TITLE: Incorporator

DATE: 3/12/04

Having been named to accept service of process for the above-stated corporation, at the place designated in this Certificate, I hereby agree to act in this capacity, and I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties.

SIGNATURE: _____

Mitchell F. Green
Registered Agent

DATE: 3-15-2004

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