

PD4000055615**EFFECTIVE DATE**
3-29-04**Florida Department of State**
Division of Corporations
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To:
Division of Corporations
Fax Number : (850) 205-0381

From:
Account Name : CORPORATE CREATIONS INTERNATIONAL INC.
Account Number : 110432003053
Phone : (305) 672-0686
Fax Number : (305) 672-9110

FLORIDA PROFIT CORPORATION OR P.A.**Rothsteins Red Room, Inc.**

| | |
|-----------------------|---------|
| Certificate of Status | 1 |
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EFFECTIVE DATE

3-29-04

ARTICLES OF INCORPORATION

Article I. Name

The name of this Florida corporation is:
Rothsteins Red Room, Inc.

Article II. Address

The Corporation's mailing address is:
Rothsteins Red Room, Inc.
225 NE Mizner Blvd.
Suite 300
Boca Raton FL 33432

Article III. Registered Agent

The name and address of the Corporation's registered agent is:
Thomas U. Graner, Esq.
2000 Glades Road
Suite 412
Boca Raton FL 33431

Article IV. Board of Directors

The name of each member of the Corporation's Board of Directors is:
Dennis Fischer
Frank Barecich

The affairs of the Corporation shall be managed by a Board of Directors consisting of no less than one director. The number of directors may be increased or decreased from time to time in accordance with the Bylaws of the Corporation. The election of directors shall be done in accordance with the Bylaws. The directors shall be protected from personal liability to the fullest extent permitted by applicable law.

Thomas U. Graner | FL Bar Member 905577
Graner & Root, P.A.
2000 Glades Road
Suite 412
Boca Raton FL 33431
561-998-3232

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Article V. Capital Stock

The Corporation shall have the authority to issue 2,000 shares of common stock, par value \$.01 per share.

Article VI. Incorporator


The name and address of the incorporator is:

Thomas U. Graner
2000 Glades Road
Suite 412
Boca Raton FL 33431

Article VII. Corporate Existence

These Articles of Incorporation shall become effective and the corporate existence will begin on March 29, 2004.

The undersigned incorporator executed these Articles of Incorporation on March 31, 2004.



THOMAS U. GRANER
by T. Baez as attorney-in-fact

Thomas U. Graner | FL Bar Member 905577
Graner & Root, P.A.
2000 Glades Road
Suite 412
Boca Raton FL 33431
561-998-3232

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**CERTIFICATE OF DESIGNATION
REGISTERED AGENT/OFFICE**

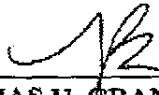
CORPORATION:

Rothsteins Red Room, Inc.

REGISTERED AGENT/OFFICE:

Thomas U. Graner, Esq.
2000 Glades Road
Suite 412
Boca Raton FL 33431

I agree to act as registered agent to accept service of process for the corporation named above at the place designated in this Certificate. I agree to comply with the provisions of all statutes relating to the proper and complete performance of the registered agent duties. I am familiar with and accept the obligations of the registered agent position.



THOMAS U. GRANER, ESQ.
by T. Baez as attorney-in-fact

Date: March 31, 2004

Thomas U. Graner | FL Bar Member 905577
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