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To:

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

From:

Account Name : KLUGER, PERETZ, KAPLAN & BERLIN, P.A.
Account Number : I19990000171
Phone : (305) 379-9000
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FLORIDA PROFIT CORPORATION OR P.A.

NEULUX DISTRIBUTION, INC.

Certificate of Status	0
Certified Copy	0
Page Count	03
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ARTICLES OF INCORPORATION
OF
NEULUX DISTRIBUTION, INC.

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TALLAHASSEE, FLORIDA

The undersigned Incorporator, hereby forms a corporation under the laws of the State of Florida.

ARTICLE I

NAME

The name of the corporation is NEULUX DISTRIBUTION, INC.

ARTICLE II

PRINCIPAL OFFICE AND MAILING ADDRESS

The address of the corporation's principal office and the corporation's mailing address are NeuLux Distribution, Inc. c/o Kluger, Peretz, Kaplan & Berlin, P.L., 201 S. Biscayne Boulevard, 17th Floor, Miami FL 33131.

ARTICLE III

PURPOSE

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

ARTICLE IV

SHARES

The maximum number of shares of Common Stock which the corporation is authorized to have outstanding is 1,000 shares of Common Stock of a par value of \$.01 per share. Holders of Common Stock shall have pre-emptive rights to subscribe to the corporation's securities and are entitled to receive the net assets of the corporation upon dissolution.

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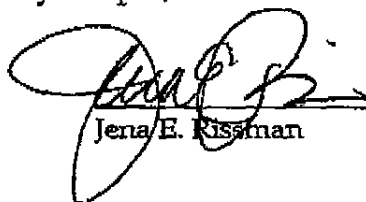
ARTICLE VINITIAL REGISTERED AGENT AND OFFICE

The name of the initial registered agent of this corporation is Miami Center Registered Agents, LLC. The street address of the corporation's initial registered office is 201 South Biscayne Boulevard, 17th Floor, Miami Center, Miami, Florida 33131.

ARTICLE VIINCORPORATOR

The name and address of the incorporator to these Articles of Incorporation is Jena E. Rissman, Esquire, c/o Kluger, Peretz, Kaplan & Berlin, P.L., 201 South Biscayne Boulevard, 17th Floor, Miami Center, Miami, Florida 33131.

IN WITNESS WHEREOF, the undersigned Incorporator has executed these Articles of Incorporation this 28th day of April, 2004.


Jena E. Rissman

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CERTIFICATE OF REGISTERED AGENT OF
NEULUX DISTRIBUTION, INC.

Pursuant to Section 607.0501 of the Florida Business Corporations Act, the following is submitted in compliance with said Act:

That NEULUX DISTRIBUTION, INC., desiring to organize under the laws of the State of Florida with its principal office at 201 S. Biscayne Boulevard, 17th Floor, Miami, Florida 33131, County of Miami-Dade, State of Florida, has named Miami Center Registered Agents, LLC, as its agent to accept service of process within this State.

ACKNOWLEDGMENT

Having been named to accept service of process for the above corporation, at the place designated in this Certificate, the undersigned hereby agrees to act in this capacity and agrees to comply with the provision of said Act relative to keeping open said office.

Dated this 28th day of April, 2004.

MIAMI CENTER REGISTERED AGENTS,
LLC

By: _____

Jena E. Risman, Vice President

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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