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Division of Corporations
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FLORIDA PROFIT CORPORATION OR P.A.

carbone marketing, inc.

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ARTICLES OF INCORPORATION

OF

CARBONE MARKETING, INC.

The undersigned, for the purpose of forming a corporation under the Florida General Corporation Act, hereby adopts the following Articles of Incorporation:

ARTICLE I

The name of the corporation is **CARBONE MARKETING, INC.**

The principal office and mailing address of this corporation is 4661 W. Leitzner Drive, Coral Springs, FL 33067.

ARTICLE II

The duration of the corporation is perpetual.

ARTICLE III

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

ARTICLE IV

1. The maximum number of shares of stock which this corporation is authorized to have outstanding at any time shall be One Thousand (1000) shares of common stock having a par value of One Dollar (\$1.00) per share.

2. The capital stock may be paid for by the property, labor or services at a just valuation to be fixed by the Incorporator, or by the Director at a meeting called for such purpose, or at the organization meeting.

3. Property, labor or services may also be purchased or paid for with the capital stock at a just valuation of said property, labor or services to be fixed by the Director of the company. Stocks in

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other corporations or going businesses may be purchased by the corporation in return for the issuance of its capital stock, and said purchase shall be on such basis and for such consideration and the issuance of so much of the capital stock as the Directors of the company may decide.

ARTICLE V

The amount of capital with which this corporation will begin business shall not be less than Five Hundred and 00/100 (\$500.00) Dollars.

ARTICLE VI

The street address of the initial registered office of this corporation is 4661 W. Leitner Drive, Coral Springs, FL 33067, and the name of the initial Registered Agent of this corporation at that address is **CHRIS CARBONIL**. The Registered Agent and Registered Office may be changed from time to time by filing with the Secretary of State of Florida, a Certificate designating a new Registered Agent and/or new registered office without the necessity of amending these Articles of Incorporation.

ARTICLE VII

The business of the corporation shall be managed by a Board of Directors consisting of not less than one (1) person.

ARTICLE VIII

The number of Directors constituting the initial Board of Directors of the corporation is (1). The number of Directors may be either increased or diminished from time to time by the By-Laws but shall never be less than one (1). The name and address of each of the members of the initial Board of Directors, who unless otherwise provided by the By-Laws of the corporation, shall hold office for the

first year of existence of the corporation or until successors are elected or appointed and have duly qualified are as follows:

| <u>Name</u> | <u>Address</u> |
|--|---|
| CHRIS CARBONE- President/Treasurer | 4661 W. Leitner Drive Coral Springs, Florida 33067 |
| CHRIS CARBONE - Vice President/Secretary | 4661 W. Leitner Drive Coral Springs, Florida 33067 |

The name and address of each person signing these Articles as an Incorporator are as follows:

| <u>Name</u> | <u>Address</u> |
|------------------------------------|---|
| CHRIS CARBONE -President/Treasurer | 4661 W. Leitner Drive Coral Springs, Florida 33067 |

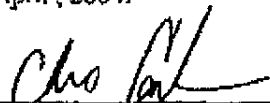
ARTICLE IX

The corporation shall indemnify any officer or director, or any former officer or director, to the fullest extent permitted by law.

ARTICLE X

This corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation or any Amendment thereto, and any right conferred upon the shareholders is subject to this reservation.

IN WITNESS WHEREOF, the undersigned subscribers have executed these Articles of Incorporation this 21 day of ^{July}April, 2004.


CHRIS CARBONE

STATE OF FLORIDA

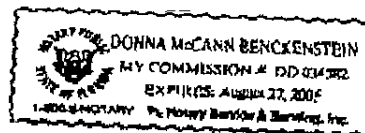
COUNTY OF BROWARD

BEFORE ME, the undersigned authority, duly authorized to administer oaths and take acknowledgments, personally appeared CHRIS CARBONE personally known to me or has produced _____ as identification, who executed and acknowledged the foregoing Articles of Incorporation.

WITNESS my hand and official seal in the County and State named above, this
_ 21 day of ^{July} ~~April~~, 2004.


NOTARY PUBLIC STATE OF FLORIDA

My commission expires:



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**CERTIFICATE DESIGNATING REGISTERED AGENT AND REGISTERED
OFFICE FOR THE SERVICE OF PROCESS WITHIN FLORIDA**

In compliance with Section 489.091, Florida Statutes, the following is submitted:

That:

CARBONE MARKETING, INC.

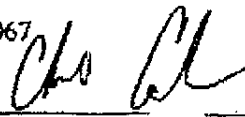
desiring to organize or qualify under the laws of the State of Florida, with its principal place of
business in the City of Coral Springs, Florida, has named

CHRIS CARBONE

as its Registered Agent to accept services of process within

Florida, at:

4661 W. Leiner Drive
Coral Springs, Florida 33067



CHRIS CARBONE
Registered agent
Corporate Officer
Title: President/Treasurer

Date: ^{July} April 21, 2004.

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U.S. DEPARTMENT OF JUSTICE

**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.**



CHRIS CARBONE
Resident Agent

Date: ^{July} April 21, 2004

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