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(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

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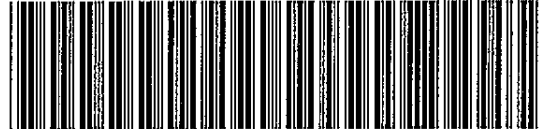
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TALLAHASSEE, FLORIDA

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DEPT. OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

10-29-04
WC

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VALIDATION ONLY

Marcela 10/28/04

Erigue Leon
Requestor's Name

7122B
Address


City State ZIP Phone

CORPORATION(S) NAME

City Light's NY, NY, Inc.

- | | | |
|--|--|---|
| <input checked="" type="checkbox"/> Profit | <input type="checkbox"/> Amendment | <input type="checkbox"/> Merger |
| <input type="checkbox"/> NonProfit | <input type="checkbox"/> Dissolution | <input type="checkbox"/> Mark |
| <input type="checkbox"/> Foreign | <input type="checkbox"/> Annual Report | <input type="checkbox"/> Other |
| <input type="checkbox"/> Limited Partnership | <input type="checkbox"/> Reservation | <input type="checkbox"/> Change of Registered Agent |
| <input type="checkbox"/> Reinstatement | <input type="checkbox"/> Photo Copies | <input type="checkbox"/> Certificate Under Seal |
| <input checked="" type="checkbox"/> Certified Copy | <input type="checkbox"/> Call When Ready | <input type="checkbox"/> Call If Problem |
| <input type="checkbox"/> Walk In | <input type="checkbox"/> Will Wait | <input checked="" type="checkbox"/> Pick Up |
| | <input type="checkbox"/> After 4:30 | <input type="checkbox"/> Mail Out |

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Empire Toll Free: 1-800-432-3028

ARTICLES OF INCORPORATION
OF

ARTICLE I - NAME

The name of this corporation is, CITY LIGHT'S NY, NY, INC.

ARTICLE II - DURATION

This corporation shall have perpetual existence commencing on the date of this filling of these Articles with the Department of State.

ARTICLE III - PURPOSE

This corporation is organized for the purpose of transacting any or all lawful business for which corporations may be incorporated under Chapter 607, Florida Statutes, as now exists or may hereafter be amended.

ARTICLE IV - CAPITAL STOCK

This corporation is authorized to issue 7500 shares of (\$1.00) par value common stock which shall be designated as "Common Shares."

ARTICLE V - PRE-EMPTIVE RIGHTS

Every shareholder, upon the sale for cash of any new stock of this corporation, shall have the right to purchase his pro-rata share thereof (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

ARTICLE VI - INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this corporation is 155 South Miami Avenue, PH 1, Miami Florida 33130, and the name of the initial registered agent is Enrique Leon.. The Board of Directors from time to time may move the Registered Office to any other address in the State of Florida.

ARTICLE VII - INITIAL BOARD OF DIRECTORS

This corporation shall have one Director constituting the initial Board of Directors. The number of directors may be either increased or decreased from time to time by the bylaws; however, there shall never be less than one Director. The names and addresses of the initial Board of Directors of the corporation are: Isiac E. Leveane President, Vice-President and Secretary.

ARTICLE VIII - PRINCIPAL AND MAILING ADDRESS

17 E. AlA, Fort Lauderdale, Florida 33304

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ARTICLE IX - INCORPORATORS

The name and address of the incorporator signing these Articles is: Isiac E. Leveane - 17 E. AlA, Fort Lauderdale, Florida 33304

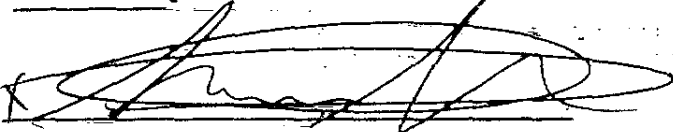
ARTICLE X - INDEMNIFICATION

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

ARTICLE XI - AMENDMENT

This corporation reserves the right to ammend or repeal any provision contained herein, or any amendment hereto, by a majority vote of the Board of Directors, and any right conferred upon the shareholders is subject to this reservation.

IN WITNESS WHEREOF, the undersigned Incorporator has executed these Articles of Incorporation on this 15 day of October, 2004.

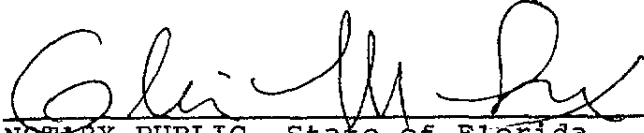


Incorporator

STATE OF FLORIDA
COUNTY OF DADE

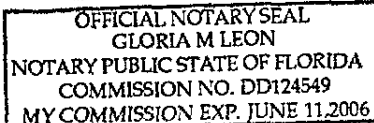
BEFORE ME, a Notary Public authorized to take acknowledgments in the State and County set forth above, personally appeared Isiac E. Leveane, known to be and known by me to be the person who executed those Articles of Incorporation.

IN WITNESS WHERE, I have set my hand and seal in the United State and County above, this 15th day of October, 2004.



NOTARY PUBLIC, State of Florida
at large

My commission expires:



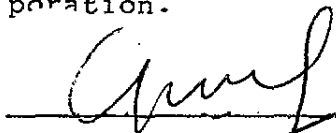
CERTIFICATE DESIGNATING REGISTERED AGENT AND
PLACE OF BUSINESS OR DOMICILE FOR THE SERVICE OF
PROCESS WITHIN FLORIDA, AND ACCEPTANCE OF
AGENT UPON WHOM PROCESS MAY BE SERVED

In compliance with Sections 48.091 and 607.034, Florida Statutes, the following is submitted; First, that CITY LIGHT'S NY.NY, INC. desiring to organize or qualify under the laws of the State of Florida, with its principle place of business at 17 E. AlA, Fort Lauderdale, Florida 33304, has named Enrique Leon as its agent to accept service of process within Florida.

Dated 10-15-2004


Director

Having been named to accept service of process for the above named 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 status relative to the proper performance of my duties. I hereby am familiar with and accept the duties and responsibilities as registred agent for said corporation.


Registered Agent

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