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## Florida Department of State

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### FLORIDA PROFIT CORPORATION OR P.A.

## halyx, inc.

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#### FLORIDA DEPARTMENT OF STATE Glenda E. Hood Secretary of State

March 4, 2005

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March 4, 2005

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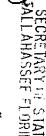
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#### ARTICLES OF INCORPORATION

OF

#### HALYX, INC., A FLORIDA CORPORATION

The undersigned incorporator for purposes of forming a corporation under the Florida Business Corporation Act, hereby adopts the following Articles of Incorporation:

FIRST: The name of the Corporation is: HALYX, INC., A FLORIDA CORPORATION (the "Corporation").

SECOND: The principal office address and mailing address of the Corporation is: 2333 BRICKELL AVENUE, APT. 910, MIAMI, FL 33129

THIRD: The corporation is authorized to issues 1,000 shares of common stock, par value 5.00 per share.

FOURTH: The name and address of the initial registered office of the Corporation is: Thomas G. Shorman, Esq., 218 Almeria Avenue, Coral Gables, Florida 33154.

FIFTH: The name and address of the incorporator of the Corporation is: Thomas G. Sherman, Esq., 218 Almeria Avenue, Coral Gables, Florida 33134.

SIXTH: The Corporation is organized for the purpose of transacting any and all lawful activities or business for which corporations may be formed under Chapter 607 of the Florida Statutes.

SEVENTH: The Corporation shall have ONE director initially and the number of directors may be increased or diminished from time to time as provided in the By-Laws but shall never be less than one. The name and address of the initial director and officer of the Corporation is:

> CLAUDIA CONTRERAS, PRESIDENT 2333 Brickell Avenue, Apr. 910 Miami, FL 33129

The Corporation expressly elects not to be governed by Section 607.09011 of the EIGHTH: Florida Business Corporation Act, as amended from time to time, relating to affiliated

The Corporation expressly elects not to be governed by Section 607.0902 of the NINTH: Florida Business Corporation Act, as amended from time to time, relating to control share acquisitions.

The corporate existence of the Corporation shall commence on the date of filling with TENTH the Secretary of State.

secuted these Articles of IN WITNESS WHEREOF, the undersigned incorporator, Incorporation this \_ day of MARCH, 2005.

THOMAS G. SHERMAN, INCORPORATOR

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#### ACCEPTANCE OF APPOINTMENT

OF

#### REGISTERED AGENT

I hereby accept the appointment as registered agent contained in the foregoing Articles of Incorporation and state that I am familiar with and accept the obligations of Section 607.0505 of the Florida Business Corporation Act.

Print Name: Thomas G. Sherman

This instrument prepared by: Thomas G. Sherman, Esq. 218 Almeria Avenue Coral Gables, Florida 33134

> 05 MAR -7 AM 8: 51 SECRETARY OF STATE

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