

**Electronic Articles of Incorporation
For**

P05000054907
FILED
April 13, 2005
Sec. Of State
jshivers

ALL STAR CEREAL INC.

The undersigned incorporator, for the purpose of forming a Florida profit corporation, hereby adopts the following Articles of Incorporation:

Article I

The name of the corporation is:

ALL STAR CEREAL INC.

Article II

The principal place of business address:

7700 CONGRESS AVE
3104
BOCA RATON, FL. US 33487

The mailing address of the corporation is:

7700 CONGRESS AVE
3104
BOCA RATON, FL. US 33487

Article III

The purpose for which this corporation is organized is:

ANY AND ALL LAWFUL BUSINESS.

Article IV

The number of shares the corporation is authorized to issue is:

1000

Article V

The name and Florida street address of the registered agent is:

FINANCIAL TECHNOLOGY GROUP LLC
9765 NAPOLI WOOD LANE
BOCA RATON, FL. 33487

I certify that I am familiar with and accept the responsibilities of registered agent.

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Registered Agent Signature: HAROLD R. MARTIN

Article VI

The name and address of the incorporator is:

NICHOLAS PASSALACQUA
15638 MESSINA ISL. COURT
DELRAY BEACH FL 33487

Incorporator Signature: NICHOLAS PASSALACQUA

Article VII

The initial officer(s) and/or director(s) of the corporation is/are:

Title: PRES
NICHOLAS PASSALACQUA
15638 MASSINA ISL. COURT
DELTAY BEACH, FL. 33446 US

Article VIII

The effective date for this corporation shall be:

04/13/2005