

Division of Corporations

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

From:
Account Name : CORPORATE CREATIONS INTERNATIONAL INC.
Account Number : 110432003053
Phone : (305) 672-0686
Fax Number : (305) 672-9110

FLORIDA PROFIT CORPORATION OR P.A.

Otto Fred Holdings, Inc.

Certificate of Status	1
Certified Copy	0
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ARTICLES OF INCORPORATION

Article I. Name

The name of this Florida corporation is:
Otto Fred Holdings, Inc.

Article II. Address

The Corporation's mailing address is:
Otto Fred Holdings, Inc.
4080 NW 99th Avenue
Coral Springs FL 33065

Article III. Registered Agent

The name and address of the Corporation's registered agent is:
Eric D. Moskow
4080 NW 99th Avenue
Coral Springs FL 33065

Article IV. Board of Directors

The name of each member of the Corporation's Board of Directors is:
Eric D. Moskow
Ricki Moskow

The affairs of the Corporation shall be managed by a Board of Directors consisting of no less than one director. The number of directors may be increased or decreased from time to time in accordance with the Bylaws of the Corporation. The election of directors shall be done in accordance with the Bylaws. The directors shall be protected from personal liability to the fullest extent permitted by applicable law.

Jennifer E. Zakin, Esq. | FL Bar Member 0150894
Pratt & Bucher LLP
2255 Glades Road, Suite 125A
Boca Raton FL 33431
561-862-0480 x238

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Article V. Capital Stock

The Corporation shall have the authority to issue 2,000 shares of common stock, par value \$.01 per share.

Article VI. Incorporator

The name and address of the incorporator is:

Jennifer E. Zakin, Esq.
2255 Glades Road, Suite 125A
Boca Raton FL 33431

Article VII. Corporate Existence

These Articles of Incorporation shall become effective and the corporate existence will begin on July 1, 2005.

The undersigned incorporator executed these Articles of Incorporation on July 1, 2005.



JENNIFER E. ZAKIN, ESQ.
by F.E. Cammarata as attorney-in-fact

Jennifer E. Zakin, Esq. | FL Bar Member 0150894
Pratt & Bucher LLP
2255 Glades Road, Suite 125A
Boca Raton FL 33431
561-862-0480 x238

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**CERTIFICATE OF DESIGNATION
REGISTERED AGENT/OFFICE**

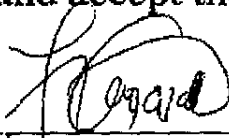
CORPORATION:

Otto Fred Holdings, Inc.

REGISTERED AGENT/OFFICE:

Eric D. Moskow
4080 NW 99th Avenue
Coral Springs FL 33065

I agree to act as registered agent to accept service of process for the corporation named above at the place designated in this Certificate. I agree to comply with the provisions of all statutes relating to the proper and complete performance of the registered agent duties. I am familiar with and accept the obligations of the registered agent position.



ERIC D MOSKOW

by F.E. Cammarata as attorney-in-fact

Date: 7/1/2005.

Jennifer E. Zakin, Esq. | FL Bar Member 0150894
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