

**Electronic Articles of Incorporation
For**

P05000152285
FILED
November 16, 2005
Sec. Of State
jshivers

FRANCESCA HALPRYN, 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:

FRANCESCA HALPRYN, INC.

Article II

The principal place of business address:

1428 BRICKELL AVENUE
SUITE 105
MIAMI, FL. 33131

The mailing address of the corporation is:

1428 BRICKELL AVENUE
SUITE 105
MIAMI, FL. 33131

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:

FRANCESCA HALPRYN
1428 BRICKELL AVENUE
SUITE 105
MIAMI, FL. 33131

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

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Registered Agent Signature: FRANCESCA HALPRYN

Article VI

The name and address of the incorporator is:

I. BARRY BLAXBERG, ESQ.
25 SE 2ND AVENUE, SUITE 730
MIAMI, FLORIDA 33131

Incorporator Signature: I. BARRY BLAXBERG

Article VII

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

Title: P
FRANCESCA HALPRYN
1428 BRICKELL AVENUE, SUITE 105
MIAMI, FL. 33131

Title: VP
FRANCESCA HALPRYN
1428 BRICKELL AVENUE, SUITE 105
MIAMI, FL. 33131

Title: TR
FRANCESCA HALPRYN
1428 BRICKELL AVENUE, SUITE 105
MIAMI, FL. 33131

Title: SEC
FRANCESCA HALPRYN
1428 BRICKELL AVENUE, SUITE 105
MIAMI, FL. 33131

Article VIII

The effective date for this corporation shall be:

11/16/2005