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LAMONT AND NEIMAN P.A.  
Division of Corporations

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P.01  
Page 1 of 1

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From:

Account Name : LAMONT & NEIMAN, P.A.  
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DOMESTICATION

CASCIONE MANAGEMENT CORPORATION

Certificate of Status	1
Certified Copy	1
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**CERTIFICATE OF DOMESTICATION  
FOR  
CASCIONE MANAGEMENT CORPORATION**

The undersigned being the president of Cascione Management Corporation certifies the following:

(a) Cascione Management Corporation was first formed on December 17, 1998 in the State of Nevada;

(b) The name of the corporation immediately prior to the filing of the Certificate of Domestication was Cascione Management Corporation;

(c) The name of the corporation as set forth in the Florida Articles of Incorporation shall be Cascione Management Corporation; and

(d) The corporation's principal place of business immediately prior to the filing of the Certificate of Domestication was:

c/o Andrew M. Cox  
4000 South Eastern Avenue, suite 220  
Las Vegas, Clark County, NV 89119

Dated: December 29, 2005



Nicholas J. Cascione, Jr., President

((H05000294478 3)))

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**ARTICLES OF INCORPORATION  
OF  
CASCIONE MANAGEMENT CORPORATION  
a Florida Corporation**

The undersigned, acting as Incorporator of a corporation under the Florida General Corporation Act, adopts the following Articles of Incorporation for such corporation.

**ARTICLE I  
CORPORATE NAME**

The name of this Corporation shall be:

**CASCIONE MANAGEMENT CORPORATION**

**ARTICLE II  
NATURE OF CORPORATE BUSINESS**

The Corporation may engage in or transact any or all activity or business permitted under the laws of the United States and of the State of Florida.

**ARTICLE III  
CAPITAL STOCK**

The Corporation is authorized to issue and have outstanding at any one time an aggregate number of 1,000 shares of one class of common stock having a par value of \$.01 per share. The consideration to be paid for each share of stock shall be fixed by the Board of Directors.

**ARTICLE IV  
PREEMPTIVE RIGHTS**

All shareholders of the Corporation shall be vested with full preemptive rights.

**ARTICLE V  
EXISTENCE**

The Corporation shall have a perpetual existence, unless sooner dissolved according to law.

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**ARTICLE VI  
REGISTERED AGENT AND REGISTERED OFFICE**

The Corporation's Registered Agent and Registered Office in the State of Florida  
are:

REGISTERED AGENT: Lamont Neiman Interian and Bellet, P.A.

REGISTERED OFFICE: 2 South Biscayne Boulevard  
Suite 3550  
Miami, Florida 33131

**ACKNOWLEDGMENT AND CONSENT OF REGISTERED AGENT**

Having been named Registered Agent to accept service of process on the Corporation at the Registered Office designated in these Articles of Incorporation, I hereby accept such status and consent to act in this capacity and agree to comply with all the requirements of law pertaining thereto.

REGISTERED AGENT

Lamont Neiman Interian and Bellet, P.A.

By: 

Jan S. Neiman

**ARTICLE VII  
BOARD OF DIRECTORS**

The number of Directors constituting the Board of Directors of the Corporation is one (1). The number of directors may be increased or decreased from time to time, by the By-Laws adopted by the shareholders, but shall never be less than one (1) nor more than seven (7).

**ARTICLE VIII  
DIRECTORS**

The names and addresses of the members of the Board of Directors are:

((H05000294478 3)))

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Nicholas J. Cascione, Jr.  
1001 South Southlake Drive  
Hollywood, Florida 33019

Jeanette Cascione  
6001 North Ocean Drive  
Dania, Florida 33021

#### **ARTICLE IX CUMULATIVE VOTING FOR DIRECTORS**

At all elections of directors of this corporation, each shareholder shall be entitled to as many votes as shall equal the number of votes which (except for these provisions as to cumulative voting) he would be entitled to cast for the election of directors with respect to his shares of stock multiplied by the number of directors to be elected, and he may cast all such votes for a singular director, or may distribute them among the number to be voted for, or any two or more of them, as he may see fit.

#### **ARTICLE X PRINCIPAL OFFICE**

The principal office of the corporation is:

1001 South Southlake Drive  
Hollywood, Florida 33019

#### **ARTICLE XI MAILING ADDRESS**

The mailing address of the corporation is:

1001 South Southlake Drive  
Hollywood, Florida 33019

#### **ARTICLES XII POWERS**

This corporation shall have all of the corporate powers enumerated in the Florida General Corporation Act.

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**ARTICLE XIII  
INCORPORATOR**

The name and address of the Incorporator executing these Articles of Incorporation is:

Jan S. Neiman  
Lamont Neiman Interian and Bellet, P.A.  
2 South Biscayne Boulevard  
Miami, Florida 33131

**ARTICLE XIV  
AMENDMENT OF ARTICLES**

This Corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation or any amendment hereto, and any right conferred upon the shareholders is subject to this reservation.

**IN WITNESS WHEREOF**, I, the Incorporator, have executed these Articles of Incorporation this 29 day of December, 2005.

  
\_\_\_\_\_  
Jan S. Neiman  
Incorporator

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