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To:

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

From:

Account Name : USA CORPORATE SERVICES INC.  
Account Number : I20000000220  
Phone : (800)891-7432  
Fax Number : (518)433-1489

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TALLAHASSEE, FLORIDA

**FLORIDA PROFIT/NON PROFIT CORPORATION**

**A. M. COLLECTIONS SOUTH INC.**

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USA CORPORATE SERVICES INC.

No. 4175 P. 2

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TALLAHASSEE, FLORIDA

*Articles of Incorporation  
Of*

**A. M. COLLECTIONS SOUTH INC.**

1. The name of the corporation is:  
**A. M. COLLECTIONS SOUTH INC.**
2. The purposes for which the corporation is formed are is to engage in any act or activity for which corporations may be formed under the General Corporations Law, provided that the corporation shall not engage in any act or activity which requires the consent or approval of any State official, department, board, agency or any other body, without first having obtained such consent.

For the accomplishment of the aforesaid purposes, and in furtherance thereof, the corporation shall have and may exercise all of the powers conferred by the General Corporation Law upon corporation formed thereunder, subject to any limitations contained in any statute of the State of Florida.

3. The name and address of the initial registered agent of the corporation is:  
**INCORPORATING SERVICES LTD., 1540 GLENWAY DRIVE, TALLAHASSEE, FL 32301**

4. The principal place of business of the corporation is:  
**1855 GRIFFIN ROAD, DANIA, FL 33004**

5. The mailing address of the corporation is:  
**584 BROADWAY, 2ND FLOOR, NEW YORK, NY 10012**

6. The names, address and titles of the Directors/Officers are as follows:  
**ANTHONY MONACO (PRESIDENT), 7750 WOODROW WILSON DRIVE, WEST HOLLYWOOD, CA 90046**

7. The aggregate number of shares which the corporation shall be authorized to issue is  
**1000 shares with No par value.**

8. The name and address of the incorporator is:

**Frank Orlando, c/o USA Corporate Services Inc., 46 State Street, 3rd Fl., Albany, NY 12207**

9. The corporation to exist perpetually.

In Witness Whereof, the undersigned incorporator, being over the age of 21, has executed this certificate.

Dated: July 12, 2007



Frank Orlando  
USA Corporate Services Inc.  
Incorporator

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Jul. 17. 2007 12:39PM USA CORPORATE SERVICES INC.

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No. 4175 P. 3

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

Acceptance of Appointment as Registered Agent

I, **Incorporating Services, Ltd.**, do hereby accept appointment as Registered Agent of  
**A. M. COLLECTIONS SOUTH INC.**  
and am familiar with the provisions of section 607.325 of the Florida General Corporation Act.

Dated: July 17, 2007

Karen E. Elliott

**Incorporating Services, Ltd.**  
**Registered Agent**

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