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FLORIDA PROFIT/NON PROFIT CORPORATION

BOF, Inc.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

**ARTICLES OF INCORPORATION
OF
BOF, INC.**

I, the undersigned, a natural person of the age of eighteen years or more acting as the incorporator of a corporation (hereinafter called the "Corporation") under the Florida Business Corporation Act, do hereby adopt the following Articles of Incorporation for the Corporation:

ARTICLE ONE

The name of the Corporation is **BOF, Inc.**

ARTICLE TWO

The street address of its principal office is **3265 NE 167th Street, North Miami Beach, Florida 33160.**

ARTICLE THREE

The period of duration of the Corporation is perpetual.

ARTICLE FOUR

The purpose for which the Corporation is organized is to engage in the transaction of any and all lawful businesses for which corporations may be incorporated under the Florida Business Corporation Act.

ARTICLE FIVE

The aggregate number of shares which the Corporation shall have authority to issue is **Ten Million (10,000,000) shares of common stock, par value \$0.01 per share.**

ARTICLE SIX

The street address of the initial registered office of the Corporation is **3265 NE 167th Street, North Miami Beach, Florida 33160**, and the name of its initial registered agent at such address is **Oleg Firer.**

The written acceptance of the said initial registered agent, as required by the provisions of Section 607.0501(3) of the Florida Business Corporation Act, is set forth following the signature of the incorporator and is made a part of these Articles of Incorporation.

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ARTICLE SEVEN

The number of directors constituting the initial Board of Directors is three (3) and the name and address of each person who is to serve as director until the first annual meeting of shareholders and until such director's successor is elected and qualified or, if earlier, until such director's death, resignation, or removal as director, are as follows:

NAME**ADDRESS****Oleg Flirer****3265 NE 167th Street
North Miami Beach, Florida 33160****Leon Goldstein****1445 Windjammer Lane
Hollywood, Florida 33019****Jeffrey Tischler****14 Wall Street, Suite 1620
New York, New York 10005****ARTICLE EIGHT**

The Corporation shall, to the fullest extent permitted by the provisions of the Florida Business Corporation Act, as the same may be amended and supplemented, indemnify any and all persons whom it shall have power to indemnify under said provisions from and against any and all of the expenses, liabilities, or other matters referred to in or covered by said provisions, and the indemnification provided for herein shall not be deemed exclusive of any other rights to which those indemnified may be entitled under any Bylaw, vote of shareholders or disinterested directors, or otherwise, both as to action in his official capacity and as to action in another capacity while holding such office, and shall continue as to a person who has ceased to be a director, officer, employee, or agent and shall inure to the benefit of the heirs, executors, and administrators of such a person.

ARTICLE NINE

The name and address of the incorporator are as follows:

NAME**ADDRESS****Peter G. Weinstock****Hunton & Williams LLP
1445 Ross Avenue, Suite 3700
Dallas, Texas 75202**

EXECUTED this 3rd day of December 2007.


Peter G. Weinstock

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I, the undersigned incorporator of BOF, Inc., a corporation to be filed with the Florida Department of State, do hereby disclaim any and all interests in said corporation.


Peter G. Weinstock

Having been named as registered agent and to accept service of process for the above-named Corporation at the place designated in these Articles of Incorporation, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.

Date: December 5, 2007

By: 
Oleg Firer, Registered Agent

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TALLAHASSEE, FLORIDA

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