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Domestication

1.

Marcent Development Company, Inc.

(CORPORATE NAME AND DOCUMENT #)

2.

(CORPORATE NAME AND DOCUMENT #)

3.

(CORPORATE NAME AND DOCUMENT #)

4.

(CORPORATE NAME AND DOCUMENT #)

5.

(CORPORATE NAME AND DOCUMENT #)

6.

(CORPORATE NAME AND DOCUMENT #)

SPECIAL INSTRUCTIONS:

128.75

CERTIFICATE OF DOMESTICATION

The undersigned, Jonathan Leitersdorf, President of **MARCENT DEVELOPMENT COMPANY, INC.**, a New York corporation (the "Corporation"), in accordance with the provisions of Section. 607.1801, of the Florida Statutes, does hereby certify:

1. The date on which the Corporation was first formed was August 26, 1966.
2. The jurisdiction where the Corporation was first incorporated was the State of New York.
3. The Corporation was qualified to transact business in the State of Florida on January 28, 1985.
4. The name of the Corporation immediately prior to the filing of this Certificate of Domestication was Marcent Development Company, Inc.
5. The name of the Corporation, as set forth in its Articles of Incorporation, to be filed pursuant to the provisions of Sections 607.0202 and 607.0401 of the Florida Statutes with this certificate is Marcent Development Company, Inc.
6. The jurisdiction that constituted the seat, siege social, or principal place of business or central administration of the Corporation, or any other equivalent jurisdiction under applicable law, immediately prior to the filing of the Certificate of Domestication was the State of New York.
7. Attached are Florida Articles of Incorporation to complete the domestication requirements pursuant to the provisions of Section 607.1801 of the Florida Statutes.
8. I am the President of the Corporation, and I am authorized to sign this Certificate of Domestication on behalf of the Corporation and have done so this the 26th day of November, 2007.

MARCENT DEVELOPMENT COMPANY,
INC., a New York corporation

By: 

Jonathan Leitersdorf, President

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ARTICLES OF INCORPORATION
OF
MARCENT DEVELOPMENT COMPANY, INC.

ARTICLE I - NAME

The name of this corporation is MARCENT DEVELOPMENT COMPANY, INC.

ARTICLE II - PRINCIPAL OFFICE AND MAILING ADDRESS

The street address of the principal office and the mailing address of the corporation shall be 5401 South Kirkman Road, Suite 650, Orlando, Florida 32819.

ARTICLE III - CAPITAL STOCK

This corporation is authorized to issue ONE THOUSAND (1,000) shares of common stock with a par value of ONE DOLLAR (\$1.00) per share.

ARTICLE IV - INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this corporation is 5401 South Kirkman Road, Suite 650, Orlando, Florida 32819, and the name of the initial registered agent of this corporation at that address is Kathleen Keller.

ARTICLE V - INITIAL BOARD OF DIRECTORS

This corporation shall have five (5) directors initially. The number of directors may be either increased or decreased from time to time as provided in the Bylaws of the corporation, but shall never be less than one (1). The names and addresses of the initial directors are as follows:

Rina Mayer

21 Rue Du Mont Blanc
Geneva, SW

Jonathan Leitersdorf

21 Rue Du Mont Blanc
Geneva, SW

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Pierre Kurz

21 Rue Du Mont Blanc
Geneva, SW

Dominique Bourger

21 Rue Du Mont Blanc
Geneva, SW

Joseph Avnat

21 Rue Du Mont Blanc
Geneva, SW

ARTICLE VI - INCORPORATOR

The name and address of the person signing these Articles are as follows:

Kathleen Keller

5401 South Kirkman Road
Suite 650
Orlando, Florida 32819

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of
Incorporation this 26 day of November, 2007.


Kathleen Keller, Incorporator

ACCEPTANCE OF REGISTERED AGENT

The undersigned hereby accepts the designation as Registered Agent of MARCENT
DEVELOPMENT COMPANY, INC.


Kathleen Keller, Registered Agent

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