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TO: DIVISION OF CORPORATIONS FROM: EMPIRE CORPORATE KIT COMPANY
DEPARTMENT OF STATE 1492 W FLAGLER ST
STATE OF FLORIDA SUITE 200
409 EAST GAINED STREET MIAMI FL 33135-00000-
TALLAHASSEE, FL 32309 CONTACT: RAY STORMONT
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(((H95000003121))) DOCUMENT TYPE: FLORIDA PROFIT CORPORATION OR P.A.
NAME: 1001 FEDERAL CORPORATION
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DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

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1001 FEDERAL CORPORATION

ARTICLES OF INCORPORATION

THE UNDERSIGNED, desiring to incorporate a corporation under the provisions of the Florida Corporation Act does hereby certify:

1. The name of the corporation is 1001 FEDERAL CORPORATION.
2. The term for which the corporation is to exist is perpetual.

3. The general nature of the business to be transacted by the corporation shall be to engage in any act permitted under the laws of the United States of America and of the State of Florida, as limited by the provisions of the Florida Corporation Act.

4. The aggregate number of shares of capital stock which the corporation shall have the authority to issue is five hundred (500) shares of common stock having a par value of one dollar (\$1.00) each.

5. The initial principal office of the corporation shall be located at 201 Alhambra Circle, 8th Floor. Registered Agent shall be PAUL H. BASS.

6. The initial Board of Directors shall be comprised of one (1) members. The number of Directors may be either increased or decreased from time to time by the Bylaws but shall never be less than one (1).

The names and addresses of the initial Directors are:

NAME	ADDRESS
PAUL H. BASS	201 Alhambra Circle, 8th Floor, Coral Gables, FL, 33134

7. The name and address of the incorporator hereof is:

KRONGOLD, BASS & TODD
201 ALHAMBRA CIRCLE
8TH FLOOR
CORAL GABLES, FLA. 33134
FLORIDA BAR #110198
PAUL H. BASS, ESQ.
(305) 446-3033

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NAME	ADDRESS
PAUL H. BASS	201 Alhambra Circle, 4th Floor, Coral Gables, FL, 33134

8. The formation of the corporation shall be effective as of the date of filing these articles of incorporation with the Secretary of State in Tallahassee, Florida.

9. With respect to all shares of stock of the corporation, every shareholder upon a sale for cash or other property of any such new shares of stock, or options or warrants therefore, shall have the pro-emptive right to purchase his/her pro rata share thereof (as nearly as may be done without issuance of fractional shares) at the same price at which such new shares of stock, or option or warrants therefor, are offered to others.

IN WITNESS WHEREOF, the undersigned has hereunto set his hand and seal this 16 day of March, 1995.



PAUL H. BASS

STATE OF FLORIDA)
) ss:
COUNTY OF DADE)

BEFORE ME, the undersigned authority, personally appeared PAUL H. BASS, who, was known to me personally or who produced a Florida drivers license as identification, upon being first duly sworn acknowledged that he executed the foregoing document freely and voluntarily and for the purpose therein expressed.

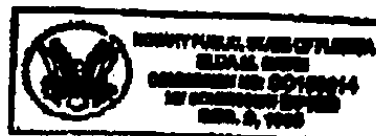
WITNESS my hand and official seal in the County and State last aforesaid this 16 day of March, 1995.



NOTARY PUBLIC, State of Florida

My Commission expires:

KRONGOLD, BASS & TOLD
201 ALHAMBRA CIRCLE
5TH FLOOR
CORAL GABLES, FLA. 33134
FLORIDA BAR #110189



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**CERTIFICATE DESIGNATING PLACE OF
BUSINESS OR DOMICILE FOR THE SERVICE
OF PROCESS WITHIN THIS STATE, NAMING
AGENT UPON WHOM PROCESS MAY BE VERIFIED**

In pursuance of Chapter 48.091, Florida Statutes, the following is submitted, in compliance with said Act:

That 1001 FEDERAL CORPORATION, desiring to organize under the laws of the State of Florida, with its principal office at 201 Alhambra Circle, 8th Floor, Coral Gables, FL 33134, County of Palm Beach, State of Florida, has named PAUL H. BASS, located at 201 Alhambra Circle, 8th Floor, Coral Gables, County of Dade, State of Florida, 33134, as its agent to accept service of process within this State.

ACKNOWLEDGMENT:

Having been named to accept service of process for the above stated entity, at the place designated in this Certificate, the undersigned hereby agrees to act in this capacity and agrees to comply with the provisions of said Act relative to keeping open said office.


PAUL H. BASS

KROGOLD, BASS & TODD
201 ALHAMBRA CIRCLE
8TH FLOOR
CORAL GABLES, FLA. 33134
FLORIDA BAR #110188

FILED
JUN 20 AM 9:58
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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