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3/29/95

FLORIDA DIVISION OF CORPORATIONS

12:06 AM

PUBLIC ACCESS SYSTEM
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TO: DIVISION OF CORPORATIONS FROM: ACE INDUSTRIES, INC.
DEPARTMENT OF STATE 34 NW 11TH ST
STATE OF FLORIDA
409 EAST GAINES STREET
TALLAHASSEE, FL 32399
FAX: (904) 922-4000

MIAMI FL 33136-2890

CONTACT: LYNN FRIEDMAN

PHONE: (305) 358-2571

FAX: (305) 358-7832

DOCUMENT TYPE: FLORIDA PROFIT CORPORATION OR P.A.

NAME: ~~JUSTIN, INC.~~ ROUND BOY, INC.
FAX AUDIT NUMBER: H95000003596
DATE REQUESTED: 03/29/1995
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NUMBER OF PAGES: 3
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CURRENT STATUS: REQUESTED

TIME REQUESTED: 12:06:41

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TALLAHASSEE, FLORIDA

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FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

March 31, 1995

ACE INDUSTRIES, INC.

MIAMI, FL

SUBJECT: JUSTIN, INC.

REF: W95000007050

We received your electronically transmitted document. However, the document has not been filed and needs the following corrections:

The entity name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an administratively dissolved entity. Names of administratively dissolved entities are not available for one year from the date of administrative dissolution unless the dissolved entity provides the Department of State with a notarized affidavit executed as required by section 607.0120, 617.01201, 608.5135 or 608.4482 Florida Statutes, permitting the immediate assumption or use of the name by another entity.

Simply adding "of Florida" or "Florida" to the end of a name does not constitute a difference.

When the document is resubmitted, please return a copy of this letter to ensure proper handling.

If you have any questions about the availability of a particular name, please call (904) 488-9000.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (904) 487-6934.

Loria Pools
Corporate Specialist

FAX Aud. #: H95000003596
Letter Number: 295A00014675



FLORIDA DEPARTMENT OF STATE
Sandra B. Morham
Secretary of State

April 3, 1995

ACE INDUSTRIES, INC.

MIAMI, FL

SUBJECT: ROUND BOY, INC.
REF: W95000007050

We received your electronically transmitted document. However, the document has not been filed and needs the following corrections:

Please accept our apology for failing to mention this in our previous letter.

According to section 607.0202(1)(b) or 617.0202(1)(b), Florida Statutes, you must list the corporation's principal office, and if different, a mailing address in the document. If the principal address and the registered office address are the same, please indicate so in your document.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (904) 487-6934.

Loria Poole
Corporate Specialist

FAX Aud. #: H95000003596
Letter Number: 595R00014958

Division of Corporations - P.O. Box 6327 - Tallahassee, Florida 32314

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03/30/1005 10:01

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MARK B CLAVIN TM

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ARTICLES OF INCORPORATION

OF

ROUND BOY, INC.

ARTICLE I
NAME

The name of the corporation shall be: ROUND BOY, INC.
THE ADDRESS OF THE CORPORATION IS: 1031 NO. MIAMI BEACH BLVD.
NORTH MIAMI BEACH, FL. 33162

ARTICLE II
DURATION

This corporation shall commence its existence on the date of filing of these Articles of Incorporation, and shall exist perpetually unless sooner dissolved according to law.

ARTICLE III
PURPOSE

It is the purpose of this corporation to engage in any activity or business permitted under the laws of the United States and of the State of Florida.

ARTICLE III
CAPITAL STOCK

This corporation is authorized to issue one hundred (100) shares of \$1.00 par value common stock.

ARTICLE V
INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered agent of this corporation is 1031 North Miami Beach Boulevard, North Miami Beach, FL, 33162, and the initial registered agent of this corporation at that address is MARK B. SLAVIN, ESQ.

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95 APR -4 AM 11:04
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

H95-03596
ACE INDUSTRIES, INC.
54 NW 11th Street
Miami, FL 33136
201-622-0774

04-04-1995 07:02
03/28/1995 16:31

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MARK B SLAVIN PA

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ARTICLE VI
INITIAL BOARD OF DIRECTORS

This corporation shall have one (1) Director initially. The number of Directors may be increased or diminished from time to time by amendment of the By-Laws but shall never be less than one (1). The name and address of the initial Director of this corporation and principal place of business is:

Brian Bulmer
c/o MARK B. SLAVIN, P.A.
1031 N. Miami Beach Boulevard
North Miami Beach, FL 33162

ARTICLE VII
INCORPORATOR

The name and address of the person signing these Articles is Brian Bulmer, c/o MARK B. SLAVIN, ESQ., 1031 North Miami Beach Boulevard, North Miami Beach, FL, 33162.

ARTICLE VIII
INDEMNIFICATION

The corporation shall indemnify any officer, incorporator, or director, or any former officer, incorporator, or director, to the fullest extent permitted by law.

IN WITNESS WHEREOF, the undersigned has executed these Articles of Incorporation this 28th day of March, 1995.


BRIAN BULMER

ACCEPTANCE OF REGISTERED AGENT

HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION, AT THE PLACE DESIGNATED IN ARTICLE V OF THESE ARTICLES OF INCORPORATION, THE UNDERSIGNED HEREBY AGREES TO ACT IN

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THIS CAPACITY, AND FURTHER AGREES TO COMPLY WITH THE COMPLETE DISCHARGE OF HIS DUTIES.

DATED THIS 28th DAY OF March, 1995.

MB Slavin
MARK B. SLAVIN,
Registered Agent

STATE OF FLORIDA)
) SS:
COUNTY OF DADE)

BEFORE ME, a Notary Public authorized in the county and state set forth above, appeared BRIAN BULMER, personally known to me or who has produced his driver's license as identification, and who, as Incorporator, executed the foregoing Articles of Incorporation of ROUND BOY, INC. ., and he acknowledged that he executed the same.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal in the county and state last aforesaid, this 28th day of March, 1995.

Toly Rand
NOTARY PUBLIC, State of Florida
Commission No. _____
My commission expires: _____

NOTARY PUBLIC STATE OF FLORIDA
MY COMMISSION EXPIRES JUNE 17, 1996
BONDED THRU GENERAL 11/3. UND.

STATE OF FLORIDA)
) SS:
COUNTY OF DADE)

BEFORE ME, a Notary Public authorized in the county and state set forth above, appeared MARK B. SLAVIN, personally known to me or who has produced _____ as identification, and he executed the foregoing Acceptance of Registered Agent, and acknowledged that he executed the same.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal in the county and state last aforesaid, this 28th day of March, 1995.

Toly Rand
NOTARY PUBLIC, State of Florida

Commission No. _____
My commission expires: _____

NOTARY PUBLIC STATE OF FLORIDA
MY COMMISSION EXPIRES JUNE 17, 1996
BONDED THRU GENERAL 11/3. UND.

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