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ELECTRONIC FILING COVER SHEET
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

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DOCUMENT TYPE: FLORIDA PROFIT CORPORATION OR P.A.
NAME: LOCANA ENTERPRISES, INC.
FAX AUDIT NUMBER: H95000003801
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FILED
95 APR -4 PM 4:28
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

145-03801

ARTICLES OF INCORPORATION
OF
LOCANA ENTERPRISES, INC.

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95 APR -4 PM 4:28
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

THE UNDERSIGNED, has executed the following document as incorporator of the above named corporation, a corporation organized under the laws of the State of Florida, and all rights duties and obligations of the undersigned as incorporator, and those of the corporation, are to be determined in accordance with the laws of the State of Florida.

ARTICLE I

The name of this corporation shall be:

LOCANA ENTERPRISES, INC.

ARTICLE II

This corporation shall commence existence upon the filing of these Articles of Incorporation by the Department of State, State of Florida, and shall have perpetual existence.

ARTICLE III

The principal place of business and mailing address of this corporation shall be:

20560 N.E. 8th Court
North Miami Beach, FL. 33179

ARTICLE IV

The general nature of the business and objects and purposes proposed to be transacted and carried on by this corporation are to do any and all of the things herein mentioned, as fully and to the same extent as natural persons might do, viz:

- (1) Transact any and all lawful business.
- (2) Said corporation shall further have powers:

To have perpetual succession by its corporate name.

To sue and be sued, complain, and defend in its corporate name in all actions or proceedings;

To have a corporate seal, which may be altered at pleasure, and to use the same by causing it, or a facsimile thereof, to be impressed, affixed, or in any other manner reproduced;

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CE INDUSTRIES, INC.
64 NW 11th Street
Miami, FL 33136
305-358-2571

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To purchase, take, receive, lease, or otherwise acquire, own, hold, improve, use, and otherwise deal in and with real or personal property or any interest therein, wherever situated;

To sell, convey, mortgage, pledge, create a security interest in, lease, exchange, transfer, and otherwise dispose of all or any part of its property and assets;

To lend money to, and use its credit to assist, its officers and employees in accordance with Florida Statute §607.141;

To purchase, take, receive, subscribe for, or otherwise acquire, own, hold, vote, use, employ, sell, mortgage, lend, pledge, or otherwise dispose of, and otherwise use and deal in and with, shares or other interests in, or obligations of, other domestic or foreign corporations, associations, partnerships, or individuals, or direct or indirect obligations of the United States or of any other government, state, territory, governmental district, or municipality or of any instrumentality thereof;

To make contracts and guarantees and incur liabilities, borrow money at such rates of interest as the corporation may determine, issue its notes, bonds, and other obligations, and secure any of its obligations by mortgage or pledge of all or any of its property, franchises, and income;

To lend money for its corporate purposes, invest and reinvest its funds, and take and hold real and personal property as security of the payment of funds so loaned or invested;

To conduct its business, carry on its operations, and have offices and exercise the powers granted by this act within or without this state;

To elect or appoint officers and agents of the corporation and define their duties and fix their compensation.

To make and alter bylaws, not inconsistent with its articles of incorporation or with the laws of this state, for the administration;

To make donations for the public welfare or for charitable, scientific, or educational purposes;

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To transact any and all lawful business which the board of directors shall find will be in aid of governmental policy;

To pay pensions and establish pension plans, profit sharing plans, stock bonus plans, stock option plans, and other incentive plans for any or all of its directors, officers, and employees and for any or all of the directors, officers, and employees of its subsidiaries;

To be a promoter, incorporator, partner, member, associate, or manager of any corporation, partnership, joint venture, trust, or other enterprise;

To have and exercise all powers necessary or convenient to effect its purposes;

To indemnify any person who by reason of the fact that he is or was a director, officer, employee or agent of the corporation to the full extent as permitted by Florida Statute §607.014;

ARTICLE V

The aggregate number of shares which this corporation shall have authority to issue is the total sum of 1,000 shares, having an individual par value of None

Unless otherwise stated in these articles, or in an amendment to these articles, there shall be only one (1) class of stock of this corporation.

ARTICLE VI

The name and street address of the initial Registered Agent of this corporation shall be:

John Zanki
20560 N.E. 8th Court
North Miami Beach, FL. 33179

ARTICLE VII

The initial board of Directors shall consist of a total of person(s) and the name and address of the person(s) who is to serve as an initial director(s) is:

John Zanki-President
20560 N.E. 8th Court
North Miami Beach, FL.33179

John Zanki-Secretary
20560 N.E. 8th Court
North Miami Beach, FL 33179

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**CERTIFICATE OF DESIGNATION
REGISTERED AGENT/REGISTERED OFFICE**

Pursuant to the provisions of section 607.0501, Florida Statutes, the undersigned corporation, organized under the laws of the State of Florida, submits the following statement in designating the registered office/registered agent, in the state of Florida.

First that LOCANA ENTERPRISES, INC.
(Name of Corporation)
desiring to organize under the laws of the State of Florida
(Florida)
with its principal office, as indicated in the articles of
incorporation has named John Zanki
(Name of Registered Agent)
located at Miami, County of Dade
(City) (County)
State of Florida, as its agent to accept service of process within
this state.

HAVING BEEN NAMED AS REGISTERED AGENT AND TO ACCEPT SERVICE OF
PROCESS FOR THE ABOVE STATED CORPORATION AT THE PLACE DESIGNATED IN
THIS CERTIFICATE, 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.

SIGNATURE



Registered Agent


95-03801

ARTICLE VIII

The name and address of the incorporator executing these Articles of Incorporation is:

John Zanki
20560 N.E. 8th Court
North Miami Beach, FL. 33179

The undersigned has executed these Articles of Incorporation this 3rd day of April, 1995.



Incorporator

FILED
95 APR -4 PM 4: 28
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

95-03801

Henderson & Kisslan

PA5000026821

(305) 797 6661

FAX (305) 797 6663

GLENN C. HENDERSON
DONALD J. KISSLAN

OUR FILE NO 95-1249H

November 9, 1995

Corporate Records Bureau
Division of Corporations
Department of State
P.O. Box 6327
Tallahassee, Florida 32314

900001634969

-11/14/95--01026--008

*****35.00 *****35.00

RE: LOCANA ENTERPRISES, INC.

Dear Sir:

Enclosed please find a Change of Registered Agent form for the above corporation together with our check in the sum of \$35.00 for the filing fee.

Should you have any questions, please feel free to contact

Respectfully,

Glenn C. Henderson

GLENN C. HENDERSON

GCH/dsh

Enclosure

NOV 13 PM 1:34
TALLAHASSEE, FLORIDA

CHANGE OF REGISTERED AGENT

1. The name of this corporation is LOCANA ENTERPRISES, INC.
2. That by resolution duly adopted by the Board of Directors of this Corporation it has been resolved that the corporation should change its registered agent and registered office.
3. That the name and address of the current registered agent is:
John Zanki
20560 N.E. 8th Court
North Miami Beach, Florida 33179
4. That the new registered agent and registered office of this corporation shall be as follows:
Glenn C. Henderson
4431 S.W. 64th Avenue, Suite 119
Davie, Florida 33314
5. That the street address of the new registered office of this corporation and the street address of the business office of its' registered agent, as changed, is identical

DATED this 1 day of November, 1995.

LOCANA ENTERPRISES, INC.

BY: John Zanki

PRESIDENT

ACCEPTANCE OF REGISTERED AGENT

Glenn C. Henderson, having a business office identical with the registered office of the corporation named above, and having been designated as the Registered Agent by resolution, is familiar with and accepts the obligations of the position of Registered Agent under Section 607.0505, Florida Statutes.

Glenn C. Henderson
GLENN C. HENDERSON

Dated this 12 day of November, 1995.