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6/09/95
TO: DIVISION OF CORPORATIONS
DEPARTMENT OF STATE
STATE OF FLORIDA
400 EAST GAINES STREET
TALLAHASSEE, FL 32399
FAX: (904) 922-4000

FROM: CORPORATE CREATIONS MIAMI
4437 SHERIDAN AVE
MIAMI BEACH FL 33140-8000
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FAX: (305) 538-8004

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DOCUMENT TYPE: FLORIDA PROFIT CORPORATION OR P.A.
NAME: SAGE OF AQUARIUS INC

FAX AUDIT NUMBER: H95000006475
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6/9

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Articles of Incorporation
of
Sage of Aquarius Inc

Article I. Name

The name of this Florida corporation is Sage of Aquarius Inc

Article II. Address

The mailing address of the Corporation is:

Sage of Aquarius Inc
800 East Hallandale Beach Blvd
Hallandale, FL 33009

Article III. Capital Stock

The Corporation shall have the authority to issue 7500 shares of common stock, par value \$.01 per share.

Article IV. Registered Agent

The name and address of the registered agent of the Corporation is:

Mitchell S. Fuerst
Richman Guttenmacher Bohatch & Fuerst
19 W Flagler Street, 14th FL
Miami, FL 33130

Article V. Board of Directors

The affairs of the Corporation shall be managed by a Board of Directors consisting of no less than one director. The number of directors may be increased or decreased from time to time in accordance with the Bylaws of the Corporation. The election of directors shall be done in accordance with the

Corporate Creations International Inc.
4437 Sheridan Avenue
Miami Beach, FL 33140
(305) 672-0686

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Bylaws. The directors shall be protected from personal liability to the fullest extent permitted by law. The name of each initial member of the Corporation's Board of Directors is:

Harvey Fucrat

Article VI. Incorporator

The name and address of the incorporator is:

Corporate Creations International Inc.
4437 Sheridan Avenue
Miami Beach, FL 33140

Article VII. Corporate Existence

The corporate existence of the Corporation shall begin effective as of June 9, 1995.

The authorized representative of the incorporator executed these Articles of Incorporation on June 9, 1995.

Corporate Creations International Inc.

By:


Joseph P. Mata, Secretary


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

CORPORATION:
Sage of Aquarium Inc

REGISTERED AGENT:
Mitchell S. Furst
Richard Guttenmacher Bohatch & Furst
19 W Flagler Street, 14th FL
Miami, FL 33130

I agree to act as registered agent to accept service of process for the corporation named above at the place designated in this Certificate. I agree to comply with the provisions of all statutes relating to the proper and complete performance of the registered agent duties. I am familiar with and accept the obligations of the registered agent position.


Date: June 9, 1995

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