UNITED NATIONAL BANK . SUITE 1050.

1645 PALM BEACH LAKES BOULEVARD

WHET PALM BRACH, FLORIDA 80401 95 JUN 15 PH 4: 05

DANIEL J. BRAMS JAMES H. HICKS DREW LOVELL BRIAN T. SCHER

PARALEGALS JENNIFER A. LACKOVIC GENE E. OSBORNE

SECRETAIN OF STAFE TALLAHASSEE, FLORIDALEPHONE (407) 683-2300 TELECOPIER (407) 697-3852

June 8, 1995

400001515494 -06/16/95--01071--011 ****122.50 ****122.50

Secretary of State Division of Corporations Post Office Box 6327 Tallahassee, FL 32314

Re: Patrice, Inc.

Dear Sir:

Enclosed please find our firm check in the amount of \$122.50 which represents your fee for the filing of the enclosed original and one copy of the Articles of Incorporation regarding the above-referenced matter.

Should you have any questions or comments regarding this matter, please do not hesitate to contact me.

Very/truly

Daniel J/. Brams

DJB/kja

Mr. Peter Hoffman

Enclosures

ARTICLES OF INCORPORATION

FILED

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95 JUN 15 PH 4: 05

PATRICE, INC.

SECKE INC. STATE TALLAHASSEE, FLORIDA

ARTICLE I CORPORATE NAME

The name of this corporation is PATRICE, INC.

ARTICLE II

INITIAL PRINCIPAL PLACE OF BUSINESS

The corporation's initial principal place of business shall be 4645-A Southern Boulevard, West Palm Beach, Florida 33415.

ARTICLE III NATURE OF BUSINESS AND POWERS

The general nature of the business to be transacted by this Corporation is to engage in any and all business permitted under the laws of the State of Florida.

ARTICLE IV CAPITAL STOCK

The maximum number of shares of stock that this Corporation is authorized to issue and have outstanding at any one time is 200 shares of common stock having par value of \$1.00.

ARTICLE V TERM OF EXISTENCE

This Corporation shall have perpetual existence, commencing upon filing of these Articles.

ARTICLE VI REGISTERED AGENT AND INITIAL REGISTERED OFFICE

The Registered Agent and the street address of the initial Registered Office of this Corporation in the State of Florida shall be:

Daniel J. Brams, Esquire 1645 Palm Beach Lakes Blvd Suite 1050 West Palm Beach, FL 33401

ARTICLE VII BOARD OF DIRECTORS

This Corporation shall have one director initially. The number of directors may be either increased or diminished from time to time by By-Laws adopted by the stockholders, but shall never be less than one.

ARTICLE VIII INITIAL DIRECTOR

The name of the initial director of this Corporation and her street address is:

Peter Hoffman 4645-A Southern Boulevard West Palm Beach, Florida 33415

The person named as initial director shall hold office for the first year of existence of this Corporation or until his successor is elected or appointed and have qualified, whichever comes first.

ARTICLE IX OFFICERS

The officers of the Corporation shall consist of:

Peter Hoffman - President, Vice-President, Secretary and Treasurer

ARTICLE X INCORPORATOR

The name and address of the person signing these Articles of Incorporation as the Incorporator is:

Daniel J. Brams, Esquire Hicks and Brams, P.A. 1645 Palm Beach Lakes Blvd Suite 1050 West Palm Beach, FL 33401

ARTICLE XI AMENDMENT

These Articles of Incorporation may be amended in the manner provided by law. Every amendment shall be approved by the Board of Directors, proposed by them to the stockholders and approved at a stockholders' meeting by at least a majority of the

stock entitled to vote, unless all of the directors and all of the stockholders sign a written statement manifesting their intention that a certain amendment of these Articles of Incorporation be made.

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation this _____ day of June, 1995.

Daniel J. Brams

STATE OF FLORIDA COUNTY OF PALM BEACH

BEFORE ME personally appeared Daniel J. Brams, to me well known and known to me to be the person described in and who executed the foregoing instrument and acknowledged to and before me that he executed same for the purposes therein expressed and who produced (KOCUM) as identification or who is personally known to me.

WITNESS my hand and official seal this 14th day of June,

NOTARY PUBLIC
Print Name: Kathu J. Muller
State of Florida at Large

My Commission Expires:



CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DONICILE FOR THE SERVICE OF PROCESS WITHIN THIS STATE NAMING AGENT UPON WHOM PROCESS MAY BE SERVED

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

PATRICE, INC. is desiring to organize under the laws of the State of Florida, with its principal office, as indicated in the Articles of Incorporation, has named Daniel J. Brams, Esquire, at 1645 Palm Beach Lakes Boulevard, Suite 1050, West Palm Beach, Florida 33401, as its agent to accept service of process within this state.

ACKNOWLEDGMENT

Having been named to accept service of process for the above state corporation, at the place designated in this certificate, I hereby accept to act in this capacity, and agree to comply with the provisions of said Act relative to keeping open said office.

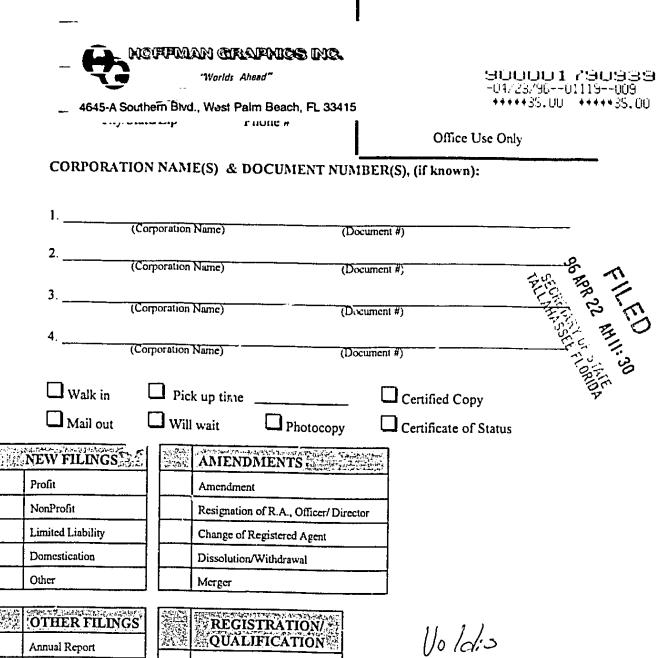
Daniel J. Brams Registered Agent

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SECNERAL FILORIE
TALLAHASSEE, FLORIE

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Forcign

Limited Partnership

Reinstatement
Trademark
Other

VS MAY 1 1996

Examiner's Initials

Fictitious Name

Name Reservation

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ARTICLES OF DISSOLUTION

Pursuant to 607.1401, Florida Statutes, this Florida profit corporation submits the following articles of dissolution: FIRST: The name of the corporation is SECOND: The articles of incorporation were filed on__ THIRD: (CHECK ONE) None of the corporation's shares have been issued. The corporation has not commenced business. FOURTH: No debt of the corporation remains unpaid. The net assets of the corporation remaining after winding up have been distributed to the shareholders, if shares were issued. SIXTH: Adoption of Dissolution (CHECK ONE) A majority of the incorporators authorized the dissolution. A majority of the directors authorized the dissolution. Signature (By an incorporator if adopted by the incorporators or by the chairman or vice chairman of the board, president, or other officer if adopted by the directors)