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TO: DIVISION OF CORPORATIONS FROM: EMPIRE COMPANY

DEPARTMENT OF STATE  
STATE OF FLORIDA  
409 EAST GAINES STREET  
TALLAHASSEE, FL 32399

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DOCUMENT TYPE: FLORIDA PROFIT CORPORATION OR P.A.

NAME: PERPETUAL DESIGNS, INC.  
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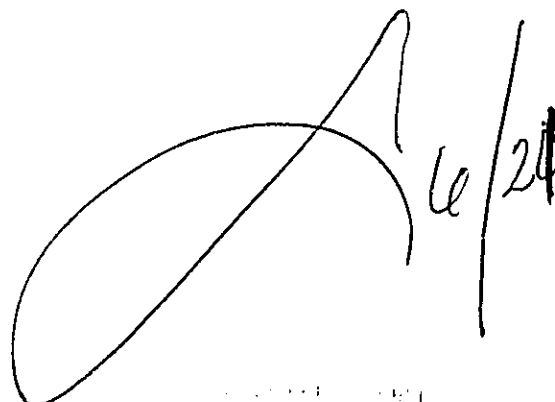
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**ARTICLES OF INCORPORATION  
OF  
PERPETUAL DESIGNS, INC.**

The undersigned, for the purpose of forming a Corporation under the Florida General Corporation Act, does hereby adopt the following Articles of Incorporation:

**ARTICLE I: NAME**

The name of the Corporation is: **PERPETUAL DESIGNS, INC.**

**ARTICLE II: DURATION**

The existence of the Corporation shall commence with the filing of these Articles. The duration of the Corporation is perpetual.

**ARTICLE III: PURPOSE**

The Corporation may engage in any activity or business permitted under the laws of the United States and under the laws of the State of Florida.

**ARTICLE IV: CAPITAL STOCK**

The total number of shares of capital stock authorized to be issued by the Corporation will be Five Thousand (5,000) shares of common stock having a par value of one dollar (\$1.00) per share. Each of the said shares of stock will entitle the holder thereof to one (1) vote at any meeting of the Shareholders.

**ARTICLE V: INITIAL REGISTERED OFFICE AND AGENT**

The initial Registered Agent of the Corporation will be John A. Margolis, Esquire., who by execution of these Articles of Incorporation, agrees to accept Service of Process for the Corporation as required by law. The initial registered office of the Corporation in the State of Florida will be: Suite 330, 9990 S.W. 77th Avenue, Miami, FL 33156. The Board of Directors may from time to time move the Registered Office to any other address in the State of Florida.

**ARTICLE VI: INITIAL PRINCIPAL PLACE OF BUSINESS**

The initial principal place of business shall be Suite 330, 9990 S.W. 77th Avenue, Miami, FL 33156-2699. The Board of Directors may from time to time move the principal place of business to any other address in the State of Florida.

Prepared by:

John A. Margolis, Esq.  
Suite 330, 9990 S.W. 77th Avenue  
Miami, FL 33156-2699  
Fla. Bar no: 174756

(305) 595-1911

LAW OFFICES OF JOHN A. MARGOLIS

SUITE 330, 9990 S.W. 77TH AVENUE - MIAMI, FLORIDA 33156-2699 - TELEPHONE (305) 595-1911 - FAX (305) 595-2011

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**ARTICLE VII: INITIAL BOARD OF DIRECTORS**

The Corporation will have one Director initially. The number of Directors may be either increased or decreased from time to time as provided by the by-laws. The name and street address of each person who is to serve as a member of the initial Board of Directors is:

Rinaldo Cruz, Jr. 10572 N.W. 7th Terrace, Miami, FL 33172;

**ARTICLE VIII: INCORPORATOR**

The name and address of the Incorporator of these Articles of Incorporation is: John A. Margolis, Esq., Suite 330, 9990 S.W. 77th Ave. Miami, Florida, 33156-2699.

**ARTICLE IX: AMENDMENTS**

The Corporation reserves the right to amend or repeal any provision or provisions of these Articles of Incorporation, or any amendment(s) hereto, and any right conferred upon the Shareholders is subject to this reservation.

IN WITNESS WHEREOF, the undersigned Incorporator has executed these Articles of Incorporation this 20th day of June, 1995.

  
John A. Margolis, Incorporator

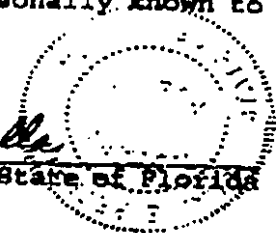
State of Florida  
County of Dade

The foregoing instrument was acknowledged before me this 20th day of June, 1995, by John A. Margolis, who is personally known to me.

ELAINE PETRELLA  
Printed Name: Notary

  
Notary Public, State of Florida

My commission expires:

  
Notary Public, State of Florida  
My Commission Expires Aug. 22, 1998  
Signed True True Seal - Insurance Ink

LAW OFFICES OF JOHN A. MARGOLIS

SUITE 330, 9990 S.W. 77TH AVENUE - MIAMI, FLORIDA 33156-2699 - TELEPHONE (305) 606-1911 - FAX (305) 606-2011

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

First - That PERPETUAL DESIGNS, INC., desiring to organize under the laws of the State of Florida, with its principal office, as indicated in the Articles of Incorporation at Suite 330, 9990 S.W. 77th Avenue, Miami, FL 33156; has named JOHN A. MARGOLIS, located at Suite 330, 9990 S.W. 77th Ave., Miami, FL 33156-2699, as its agent to accept Service of Process within this State.

**ACKNOWLEDGEMENT**

Having been named to accept Service of Process for the above stated Corporation, at place designated in this Certificate, I hereby agree to act in this capacity and further agree to comply with the provision of said act relative to keeping open said office.

By: John Margolis  
Registered Agent

CORPORAT\ART, INC.

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95 JUN 20 PM 6:37  
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TALLAHASSEE, FLORIDA

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