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DOCUMENT TYPE: FLORIDA PROFIT CORPORATION OR P.A.

NAME: MINION CORP.

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June 26, 1998

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ARTICLES OF INCORPORATION
OF
MINION CORP.

The undersigned hereby adopts the following Articles of Incorporation for the purpose of forming a corporation under the provisions of Chapter 607 Florida Statutes:

ARTICLE I. NAME

The name of this corporation is MINION CORP. (the "Corporation").

ARTICLE II. - MAILING ADDRESS

The mailing address of the Corporation is:

19930 N.E. 20th Court
North Miami Beach, Florida 33179

ARTICLE III. - CAPITAL STOCK

The maximum number of shares which this Corporation is authorized to have outstanding at any time is 1,000 shares of Common Stock having a par value of \$.01 per share.

ARTICLE IV. - INITIAL REGISTERED
OFFICE AND AGENT

The initial registered office of this Corporation shall be at 19930 N.E. 20th Court, North Miami Beach, Florida 33179 and the initial registered agent of this Corporation at such office shall be Walter Berman.

ARTICLE V. - INCORPORATOR

The name and street address of the person signing these Articles of Incorporation is Walter Berman, 19930 N.E. 20th Court, North Miami Beach, Florida 33179.

IN WITNESS WHEREOF, the undersigned has executed these Articles of Incorporation on July 20, 1995.


Walter Berman, Incorporator

This instrument prepared by
Richard M. Spatter
2807 S. Bayshore Drive - #1608
Miami, Florida 33133
(305) 854-3358
Florida Bar No. 204813

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CERTIFICATE OF DESIGNATION OF REGISTERED AGENT
AND REGISTERED OFFICE
AND ACCEPTANCE OF APPOINTMENT OF REGISTERED AGENT

1. The name of the Corporation is:

MINION CORP.

2. The name and address of the registered agent and the registered office is: Walter Berman, 19930 N.E. 20th Court, North Miami Beach, Florida 33179.

Pursuant to Section 607.0501, Florida Statutes, the undersigned has been named to act as the registered agent of MINION CORP., at the place designated in this certificate and the undersigned agrees to accept such appointment and to act in that capacity. The undersigned further agrees that the undersigned will comply with Section 607.0503, Florida Statutes, relating to the proper and complete performance of the duties of the registered agent of the Corporation and that the undersigned is familiar with and accepts the obligations of the position of registered agent for the Corporation.

Date: July 20, 1995


Walter Berman, Registered Agent

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