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*Lamont & Neiman, P.A.*

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Reply To: Miami Office

August 4, 1995

Secretary of State of Florida  
Corporate Division  
P. O. Box 6327  
Tallahassee, Florida 32314

100001554281  
-08/07/95--01054--009  
\*\*\*\*122.50 \*\*\*\*122.50

Re: Articles of Incorporation  
Successful Ventures, Inc.

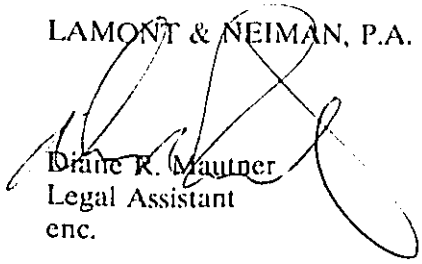
Dear Sir:

Enclosed please find an original and one copy of Articles of Incorporation for Successful Ventures, Inc., together with our cost check of \$122.50.

Please forward the certified copy of the Articles to the undersigned in the pre-addressed stamped envelope enclosed.

Very truly yours,

LAMONT & NEIMAN, P.A.

  
Diane R. Mautner  
Legal Assistant  
enc.

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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95 AUG -7 PM 4:23  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**ARTICLES OF INCORPORATION  
OF  
SUCCESSFUL VENTURES, INC.  
a Florida Corporation**

The undersigned, acting as Incorporator of a corporation under the Florida General Corporation Act, adopts the following Articles of Incorporation for such corporation.

**ARTICLE I  
CORPORATE NAME**

The name of this Corporation shall be:

**SUCCESSFUL VENTURES, INC.**

**ARTICLE II  
NATURE OF CORPORATE BUSINESS**

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

**ARTICLE III  
CAPITAL STOCK**

The Corporation is authorized to issue and have outstanding at any one time an aggregate number of 1000 shares of one class of common stock having a par value of \$.01 per share. The consideration to be paid for each share of stock shall be fixed by the Board of Directors.

**ARTICLE IV  
PREEMPTIVE RIGHTS**

All shareholders of the Corporation shall be vested with full preemptive rights.

**ARTICLE V  
EXISTENCE**

The Corporation shall commence its existence upon the filing of these Articles of Incorporation.

The Corporation shall have a perpetual existence, unless sooner dissolved according to law.

**ARTICLE VI**

**INITIAL REGISTERED AGENT AND INITIAL REGISTERED OFFICE**

The Corporation's Initial Registered Agent and Registered Office in the State of Florida are:

INITIAL REGISTERED AGENT: LAMONT & NEIMAN, P.A.

INITIAL REGISTERED OFFICE: One Biscayne Tower  
Suite 3550  
Two South Biscayne Boulevard  
Miami, Florida 33131

**ACKNOWLEDGMENT AND CONSENT OF REGISTERED AGENT**

Having been named Initial Registered Agent to accept service of process on the Corporation at the Initial Registered Office designated in these Articles of Incorporation, I hereby accept such status and consent to act in this capacity and agree to comply with all the requirements of law pertaining thereto.

REGISTERED AGENT

LAMONT & NEIMAN, P.A.

By: \_\_\_\_\_

Jan S. Neiman, Secretary

**ARTICLE VII  
INITIAL BOARD OF DIRECTORS**

The number of Directors constituting the initial Board of Directors of the Corporation is one (1). The number of directors may be increased or decreased from time to time, by the By-Laws adopted by the shareholders, but shall never be less than one (1) nor more than seven (7).

**ARTICLE VIII  
INITIAL DIRECTORS**

The name and address of the initial member of the Board of Directors is:

Michael M. Miller  
801 Arthur Godfrey Road  
Suite 600  
Miami Beach, Florida 33140

**ARTICLE IX  
CUMULATIVE VOTING FOR DIRECTORS**

At all elections of directors of this corporation, each shareholder shall be entitled to as many votes as shall equal the number of votes which (except for these provisions as to cumulative voting) he would be entitled to cast for the election of directors with respect to his shares of stock multiplied by the number of directors to be elected, and he may cast all such votes for a singular director, or may distribute them among the number to be voted for, or any two or more of them, as he may see fit.

**ARTICLE X  
PRINCIPAL OFFICE**

The principal office of the corporation is:

801 Arthur Godfrey Road  
Suite 600  
Miami Beach, Florida 33140

**ARTICLE XI  
MAILING ADDRESS**

The mailing address of the corporation is:

801 Arthur Godfrey Road  
Suite 600  
Miami Beach, Florida 33140

**ARTICLES XII  
POWERS**

This corporation shall have all of the corporate powers enumerated in the Florida General Corporation Act.

**ARTICLE XIII  
INCORPORATOR**

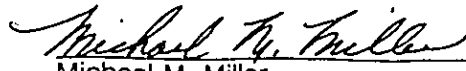
The name and address of the Incorporator executing these Articles of Incorporation is:

Michael M. Miller  
801 Arthur Godfrey Road  
Suite 600  
Miami Beach, Florida 33140

**ARTICLE XIV  
AMENDMENT OF ARTICLES**

This Corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation or any amendment hereto, and any right conferred upon the shareholders is subject to this reservation.

IN WITNESS WHEREOF, I, the Incorporator, have executed these Articles of Incorporation this 1st day of August, 1995.

  
Michael M. Miller  
Incorporator

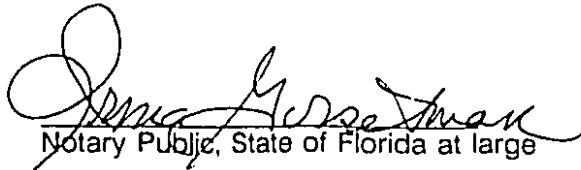
STATE OF FLORIDA  
COUNTY OF DADE

The foregoing instrument was acknowledged before me this 1st day of August, 1995, by MICHAEL M. MILLER, the Incorporator described in and who executed the foregoing Articles of Incorporation, who is personally known to me or who

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

produced \_\_\_\_\_ as identification, and who did not take an oath.

Witness my hand and official seal in the county and state last aforesaid, this 1st  
day of August, 1995.

  
Notary Public, State of Florida at large

my commission expires:

NOTARY PUBLIC STATE OF FLORIDA  
MY COMMISSION EXPIRES 7/1/96  
FOR OLD TIME GENERAL U.S. UNO.

IRMA GORSETMAN  
(Notary - print name)