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CORPORATIONS

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FLORIDA DIVISION OF CORPORATIONS

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TO: DIVISION OF CORPORATIONS

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401 OCEAN DR

STATE OF FLORIDA

SUITE 312

409 EAST GAINES STREET

MIAMI BEACH FL 33139-0000

TALLAHASSEE, FL 32399

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DOCUMENT TYPE: FLORIDA PROFIT CORPORATION OR P.A.

NAME: THE HANGING VINE, INC.

FAX AUDIT NUMBER: H95000008889

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DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

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**Articles of Incorporation
of
The Hanging Vine, Inc.**

Article I. Name

The name of this Florida corporation is The Hanging Vine, Inc.

Article II. Address

The mailing address of the Corporation is:

The Hanging Vine, Inc.
38 SW 25th Road
Miami, FL 33129

Article III. Capital Stock

The Corporation shall have the authority to issue 1500 shares of common stock, par value zero per share.

Article IV. Registered Agent

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

Corporate Creations Enterprises Inc.
4521 PGA Boulevard, Suite 211
Palm Beach Gardens, FL 33418

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

American Incorporators, Ltd.
Chemical Bank Plaza, Suite 1600
1201 North Market Street
Wilmington, DE 19801
(302) 421-5752

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Corporation. The election of directors shall be done in accordance with the 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:

Leslie S. Bell

Article VI. Incorporator

The name and address of the incorporator is:

Corporate Creations International Inc.
401 Ocean Drive, Suite 312
Miami Beach, FL 33139

Article VII. Corporate Existence

The corporate existence of the Corporation shall begin effective as of August 11, 1995.

The authorized representative of the incorporator executed these Articles of Incorporation on August 11, 1995.

Corporate Creations International Inc.

By: 
Johnny C. Rodriguez, Vice President

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

CORPORATION:
The Hanging Vine, Inc.

REGISTERED AGENT:
Corporate Creations Enterprises Inc.
4521 PGA Boulevard, Suite 211
Palm Beach Gardens, FL 33418

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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.

Corporate Creations Enterprises Inc.

By: Johnny C. Rodriguez
Johnny C. Rodriguez, Vice President

Date: August 11, 1995

American Incorporators, Ltd.
Chemical Bank Plaza, Suite 1800
1201 North Market Street
Wilmington, DE 19801
(302) 421-5752

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