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HONIG, KAPLAN & SEGALL, P.A.
ATTORNEYS AT LAW

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RONALD H. SEGALL

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OF COUNSEL
STEVEN M. HONIG†
*ALSO ADMITTED IN MA.
†ADMITTED IN N.J. ONLY

December 21, 1995

Department of State
Division of Corporations
409 East Gaines Street
Tallahassee, FL 32399

Re: X.C. INC.

Dear Sir/Madam:

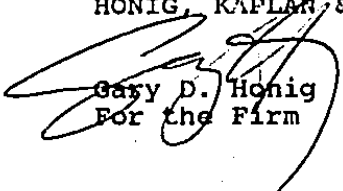
In connection with the filing of the above referenced corporation enclosed please find the following:

1. Original Articles of Incorporation;
2. Check of Honig, Kaplan & Segall, P.A. in the amount of \$70.00 to cover filing fees.

Please return the appropriate copies to the above address and contact the undersigned immediately should there be any problems with the filing. Thank you for your cooperation.

Sincerely,

HONIG, KAPLAN & SEGALL, P.A.


Gary D. Honig
For the Firm

GDH/cm
Enclosures

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*****70.00 *****70.00

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95 DEC 26 AM 9:18
SECRETARY OF STATE
TALLAHASSEE FLORIDA

63 12/26/95

**ARTICLES OF INCORPORATION
OF
X C, INC.**

**ARTICLE I
NAME**

The name of the Corporation is X C, Inc.

**ARTICLE II
PURPOSES**

This Corporation is organized for the purpose of transacting any and all lawful business for which corporations may be formed under Chapter 607 of the Florida Statutes.

**ARTICLE III
STOCK**

This Corporation is authorized to issue 1000 shares of common stock with a par value of \$1.00 per share.

**ARTICLE IV
REGISTERED AGENT**

The street address of the initial registered office of this Corporation is Honig, Kaplan & Segall, P.A., 2500 East Hallandale Beach Boulevard, Suite 707-B, Hallandale, Fl, 33009 and the name of the initial registered agent at that address is Gary D. Honig, Esq.

**ARTICLE V
DIRECTORS**

This Corporation shall have one director initially. The number of directors may be increased or diminished from time to time as provided in the Bylaws, but shall never be less than one. The names and addresses of the initial Directors of this Corporation are:

Xavier Burbano
3901 S. Ocean Drive, Apt. 15-L
Hollywood, FL 33019

Christian James Johnson
3901 S. Ocean Drive, Apt. 15-L
Hollywood, FL 33019

**ARTICLE VI
INCORPORATOR**

The name and address of the incorporator of this Corporation is:

Gary D. Honig
2500 East Hallandale Beach Boulevard
Suite 707-B
Hallandale, Fl, 33009

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TALLAHASSEE FLORIDA

**ARTICLE VII
ADDRESS**

The principal office and mailing address of the Corporation is:

X C, Inc.
2415 B Stirling Road
Ft. Lauderdale, FL 33312

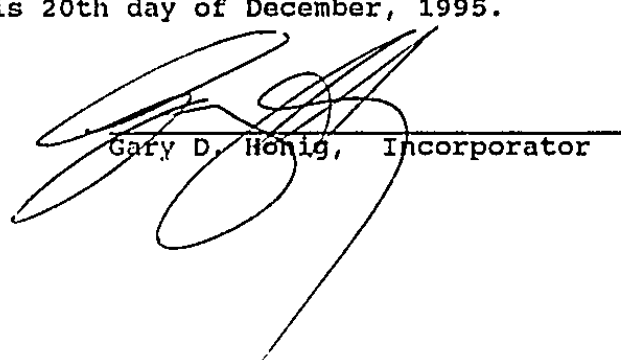
**ARTICLE VIII
INDEMNIFICATION**

This Corporation shall indemnify, defend, save and hold harmless and insure its officers and directors to the fullest extent permitted by law either now or hereafter.

**ARTICLE IX
PERPETUAL EXISTENCE**

This Corporation shall have perpetual existence unless sooner dissolved as provided by law.

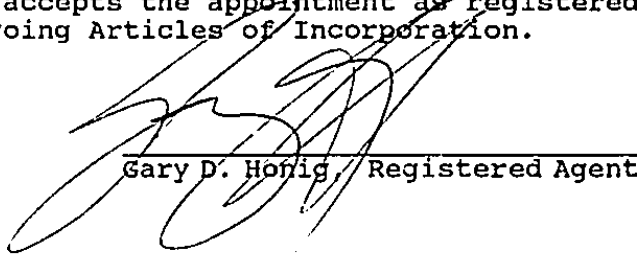
IN WITNESS WHEREOF, the undersigned has executed these Articles of Incorporation this 20th day of December, 1995.



Gary D. Honig, Incorporator

**ACCEPTANCE OF APPOINTMENT
OF
REGISTERED AGENT**

The undersigned hereby accepts the appointment as registered agent contained in the foregoing Articles of Incorporation.



Gary D. Honig, Registered Agent