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TO: DIVISION OF CORPORATIONS FROM: EMPIRE SCORPORA E IT COMPANY
DEPARTMENT OF STATE
STATE OF FLORIDA
409 EAST INVER STREET SUITE 200
TALLAHASSEE, FL 32309 MIAMI FL 33135-302-
FAX: (904) 1000 CONTACT: RAY STORMONT
PHONE: (305) 541-3770
FAX: (35) 541-3770

DOCUMENT TYPE: FLORIDA PROFIT CORPORATION OR P.A.

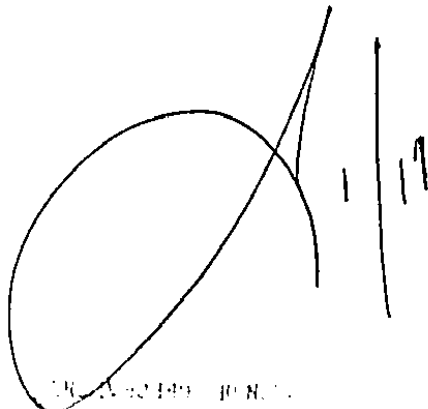
NAME: BON BON, INC.
FAX AUDIT NUMBER: H96000000511
DATE REQUESTED: 01/10/1998
CERTIFIED COPIES: 0
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA



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ARTICLES OF INCORPORATION

OF

DON DON, INC.

ARTICLE I

NAME

The name of this corporation is DON DON, INC.

ARTICLE II

NATURE OF BUSINESS

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

ARTICLE III

CAPITAL STOCK

The maximum number of shares of stock that this Corporation is authorized to have outstanding at any one time is SEVEN THOUSAND FIVE HUNDRED (7,500) SHARES of common stock having \$1.00 par value.

ARTICLE IV

INITIAL CAPITAL

The amount of capital that this Corporation will begin with is FIVE HUNDRED (\$500.00) DOLLARS.

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M. Lee Thompson
THE TAX MAN, INC.
1601 BEWEDE RE RD, # 213
W. PALM BCH., FL 33406
(407) 684. 3844

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ARTICLE V

TERM OF EXISTENCE

This Corporation shall have perpetual existence.

ARTICLE VI

INITIAL REGISTERED OFFICE AND AGENT

The address in the State of Florida of the principal office of this Corporation is 404 Duval Street, Key West, Florida, 33040, and the name of the initial registered agent at this address is Yoram Biton.

ARTICLE VII

INITIAL BOARD OF DIRECTORS

The Corporation shall have one (1) director initially. The number of directors may either be increased or diminished from time to time by the By-Laws, but shall never be less than one.

ARTICLE VIII

INITIAL DIRECTORS

Yoram Biton

404 Duval Street
Key West, FL 33040

ARTICLE IX

INCORPORATORS

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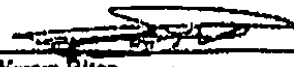
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The name and address of the persons signing these articles of incorporation is:

Yoram Biton

404 Duval Street
Key West, FL 33040

IN WITNESS WHEREOF, the undersigned subscribers have executed these articles of incorporation this 22nd day of December, 1993.


Yoram Biton

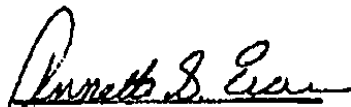
STATE OF FLORIDA

COUNTY OF Monroe

Before me, a notary public authorized to take acknowledgments in the state and county set forth above, personally appeared Yoram Biton known by me to be the person who executed these articles of incorporation.

IN WITNESS THEREOF, I have hereunto set my hand and official seal, in the state and county aforesaid, this 22nd day of December, 1993.

(SEAL)


Notary Public



CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE SERVICE OF PROCESS WITHIN FLORIDA, NAMING AGENT UPON WHOM PROCESS MAY BE SERVED.

H9600000511

IN COMPLIANCE WITH SECTION 41.091, FLORIDA STATUTES, THE
FOLLOWING IS SUBMITTED:

FIRST- DON HON, INC.
DESIRES TO ORGANIZE UNDER THE LAWS OF THE STATE OF FLORIDA WITH ITS
PRINCIPLE PLACE OF BUSINESS AT THE CITY OF KEY WEST, MONROE COUNTY,
STATE OF FLORIDA, HAS NAMED YORAM BITON, AT 404 DUVAL STREET, CITY OF
KEY WEST, STATE OF FLORIDA AS ITS AGENT TO ACCEPT PROCESS WITHIN
FLORIDA.

SIGNED 

TITLE PRESIDENT

DATE DECEMBER 22, 1995

HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE
CORPORATION, AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY
AGREE TO ACT IN ACCORDANCE WITH THE PROVISIONS OF ALL STATUTES
RELATIVE TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES.

SIGNED 

YORAM BITON
Resident Agent

DATE DECEMBER 22, 1995

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