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1/23/96 FLORIDA DIVISION OF CORPORATIONS 11:34 AM
PUBLIC ACCESS SYSTEM
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TO: DIVISION OF CORPORATIONS FROM: CORPORATE CREATIONS INTERNATIONAL IN
DEPARTMENT OF STATE 401 OCEAN DR
STATE OF FLORIDA SUITE 312
400 EAST GAINES STREET MIAMI BEACH FL 33139-0000
TALLAHASSEE, FL 32399 CONTACT: JOHNNY C RODRIGUEZ
FAX: (904) 922-4000 PHONE: (305) 672-0686
FAX: (305) 672-0110
DOCUMENT TYPE: FLORIDA PROFIT CORPORATION OR P.A.
NAME: MARNIK MANAGEMENT INC.

FAX AUDIT NUMBER: H06000001085 CURRENT STATUS: REQUESTED
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TALLAHASSEE, FLORIDA

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1/23

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DIVISION OF CORPORATIONS

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**Articles of Incorporation
of
MARNIK Management Inc.**

Article I. Name

**The name of this Florida corporation is:
MARNIK Management Inc.**

Article II. Address

**The mailing address of the Corporation is:
MARNIK Management Inc.
15476 NW7 7th Court, Suite 359
Miami Lakes FL 33016**

Article III. Capital Stock

The Corporation shall have the authority to issue 2,000 shares of common stock, par value \$.01 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 Corporation.

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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:

Robert Gestido
Maria E. Gestido

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Article VI. Incorporator

The name and address of the incorporator is:

Corporate Creations International Inc.
401 Ocean Drive • Suite 312 • Door Code #125
Miami Beach FL 33139-6629

Article VII. Corporate Existence

The corporate existence of the Corporation shall begin effective January 23, 1996

The authorized representative of the incorporator executed these Articles of Incorporation on January 23, 1996

Corporate Creations International Inc.

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

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Corporate Creations International Inc.
401 Ocean Drive • Suite 312 • Door Code #125
Miami Beach FL 33139-6629
(305) 672-0686

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**CERTIFICATE OF DESIGNATION
REGISTERED AGENT AND REGISTERED OFFICE**

**CORPORATION:
MARNIK Management Inc.**

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

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TALLAHASSEE, FLORIDA

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: January 23, 1996

Corporate Creations International Inc.
401 Ocean Drive • Suite 312 • Door Code #125
Miami Beach FL 33139-6629
(305) 672-0886

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305-672-9110

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Corporate Creations

Incorporation • Trademark • Other Corporate Services

401 Ocean Drive • Suite 312 • Door Code #125
Miami Beach FL 33139-6629

Corporate Creations International Inc.

Tel (305) 672-0686

Fax (305) 672-9110

February 12, 1996

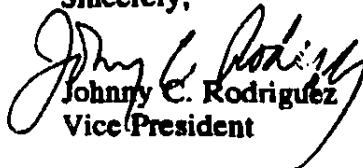
Melinda Lillinton
Florida Department of State
P.O. Box 6327
Tallahassee FL 32314
Fax

Dear Melinda:

Pursuant to our conversation, please correct the address for MARNIK Management Inc.
(doc #P96000007028) to read as follows:

15476 NW 77th Court, Suite 359
Miami Lakes, FL 33016

Sincerely,


Johnny C. Rodriguez
Vice President

LT
2-12-96