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EMPIRE CORPORATE KIT
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TO: DIVISION OF CORPORATIONS
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STATE OF FLORIDA
409 EAST GAINES STREET
TALLAHASSEE, FL 32399
FAX: (904) 922-4000

FROM: EMPIRE CORPORATE KIT COMPANY
1492 W FLAGLER ST
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DOCUMENT TYPE: FLORIDA PROFIT CORPORATION OR P.A.

NAME: LIPTONS, INC.
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EMPIRE CORPORATE KIT

P.17/20

Prepared By:
MARVIN Gutter
100 W. Cypress Creek Rd. #900
Ft. Lauderdale, FL 33309
954-938-4555
FBN. 309796

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TALLAHASSEE, FLORIDA

(5)

ARTICLES OF INCORPORATION

OF

LIPTONS, INC.

The undersigned, acting as incorporator, signs the following Articles of Incorporation for the purpose of forming a corporation under the laws of the State of Florida.

ARTICLE I

The name of the corporation and the principal place of business of the corporation shall be as follows:

**LIPTONS, INC.
5230 N. 31st Place
Hollywood, FL 33021**

ARTICLE II

The existence of the corporation shall commence upon the filing of these Articles of Incorporation by the Department of State and shall be perpetual.

ARTICLE III

The corporation may engage in any and all businesses and activities permitted by the laws of the State of Florida. The corporation shall have all of the powers vested in a corporation organized under and existing by virtue of such laws.

ARTICLE IV

The maximum number of shares of stock which the corporation is authorized to issue and have outstanding at any time shall be:

<u>Number of Shares</u>	<u>Par Value Per Share</u>	<u>Class of Stock</u>
1000	\$.01	Common

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ARTICLE V

The street address of the initial registered office of the corporation shall be 5230 N. 31st Place, Hollywood, FL 33021 and the initial registered agent of the corporation at that address shall be GEORGE M. LIPTON.

ARTICLE VI

The number of directors constituting the initial board of directors of the corporation shall be the number of persons whose names are set forth below. The name and address of each member of the initial board of directors of the corporation who shall hold office until the first annual meeting of shareholders and his successor shall have been elected and qualified or until his earlier resignation, removal from office, or death, is:

Name	Address
GEORGE M. LIPTON	5230 N. 31st Place Hollywood, FL 33021
TOBY LIPTON	5230 N. 31st Place Hollywood, FL 33021
JORDAN LIPTON	5230 N. 31st Place Hollywood, FL 33021

The number of directors may be increased or decreased from time to time pursuant to the bylaws of the corporation, but shall not be less than one.

ARTICLE VII

The name and address of the incorporator of the corporation is:

Name**Address**

GEORGE M. LIPTON

5210 N. 31st Place
Hollywood, FL 33021

EXECUTED at Ft. Lauderdale, Florida on 5/21/96
1996.

George M. Lipton
GEORGE M. LIPTON

STATE OF FLORIDA)

SS:

COUNTY OF BROWARD)

The foregoing instrument was acknowledged before me on this 31 day of May, 1996, by GEORGE M. LIPTON, who is personally known to me or produced N/A as identification and did take an oath.

Jill Mulligan
Notary Public
Name of Notary: Jill Mulligan
Commission No.: _____

My Commission Expires:



Jill Mulligan
NOTARY PUBLIC
January 4, 2000
EXPIRES THIS DAY FOR SIGNATURE

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ACCEPTANCE BY REGISTERED AGENT

Having been appointed the registered agent of LITONS, INC., the undersigned accepts such appointment, agrees to act in such capacity, and accepts the obligations imposed by Florida Statutes Section 607.0505.

Dated this 31st day of May, 1996.

BY: George M. Lytton
GEORGE M. LYTTON

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