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LOCAL REPRE	SENTATIVE TALLAHASSEE	Office Use Only
CORPORATION	NAME(S) & DOCUMENT NUN	IBER(S), (if known):
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Examiner's Initials

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ARTICLES OF INCORPORATION

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TALLAHASSEE, FLORIDA

HG Worldwide, Inc.

The undersigned, has executed the following document as incorporator of the above named corporation, a corporation organized under the laws of the State of Florida, and all rights, duties and obligations of the undersigned as incorporator, and those of the corporation, are to be determined in accordance with laws of the State of Florida.

Article 1 - Corporate Name

The name of this corporation is HG Worldwide, Inc.

Article II - Duration

This corporation shall commence existence upon the filing of these Articles of Incorporation with the Department of State, State of Florida, and shall have perpetual existence, unless dissolved according to law.

Article III - Purpose

This corporation is organized for the purpose of transacting any or all lawful business for which corporations may be incorporated under the Florida General Corporation Act.

Article IV - Capital Stock

The corporation is authorized to issue one-thousand (1,000) shares of one dollar (\$1.00) par value common stock. Each share of common stock of this corporation shall entitle the holder of record thereof to one vote upon each proposal presented at lawful meetings of the stockholders. Unless otherwise stated in these articles, there shall be only one (1) class of stock of this corporation.

Article V - Initial Registered Office and Agent

The principal office of this corporation, which shall also be its initial registered office, shall be at 5005 Stillwater Terrace, Ft. Lauderdale Florida 33330 with branch offices in such other cities, towns or states as may be from time to time authorized by its Board of Directors. The name of the initial registered agent of this corporation at that address is: Nicholas Amaro.

Article VI - Initial Board of Directors

This corporation shall have one (1) director. The number of directors may be either increased or diminished from time to time by the By-laws but shall never be less than one (1). The name and address of the initial director of this corporation is:

James D. Evans - 6520 S.W. 134th Drive Miami, Florida 33156

Article VII - Incorporator

The name and address of the incorporator executing these Articles of Incorporation is:

Nicholas Amaro - 5005 Stillwater Terrace Ft. Lauderdale, Florida 33330

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation this <u>15th</u> day of <u>May</u>, 19.96.

I HEREBY ACCEPT THE APPOINTMENT AS REGISTERED AGENT?

Nicholas Amaro As Incorporator

STATE OF FLORIDA }
SS.
COUNTY OF BROWARD }

BEFORE ME, a notary public authorized to take acknowledgements in the State and County set forth above, personally appeared Nicholas Amaro known to me and known by me to be the person who executed the foregoing Articles of Incorporation, and he acknowledged before me that he executed those Articles of Incorporation.

IN WITNESS WHEREOF, I have hereun	to set my hand and affi	xed my official scal in the
State and County aforesaid, this	day of Decel	1996

NOTARY PUBLIC, STATE OF FLORIDA AT LARGE

My Commission Expires:

OFFICIAL NOTARY SEAL
NAYADE AMARO
NOTARY PUBLIC STATE OF FLORIDA
COMMISSION NO. CC301260
MY COMMISSION EXP. JULY 8,1917

Article VIII - INITIAL OFFICERS

The name and address of the initial officers of this corporation is:

NILTON LIMA (PRESIDENT)

JAMES D. EVANS (VICE-PRESIDENT)

NICHOLAS AMARO (SECRETARY/TREASURER)

ADDRESS: 5005 Stillwater Terrace Ft. Lauderdale, Florida 3330

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