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CSC networks

PRIME HALL
LEGAL & FINANCIAL SERVICES

ACCOUNT NO. : 072100000032

REFERENCE : 056031 4337904

AUTHORIZATION :

COST LIMIT : \$ 122.50

Patricia Project

ORDER DATE : August 16, 1996

ORDER TIME : 9:51 AM

ORDER NO. : 056031

CUSTOMER NO: 4337904

CUSTOMER: Nicholas M. Daniels, Esq
THERREL BAISDEN & MEYER WEISS

0000015024110

Suite 500
1111 Lincoln Road
Miami Beach, FL 33139

DOMESTIC FILING

NAME: FG GROUP, INC.

EFFECTIVE DATE:

X ARTICLES OF INCORPORATION
CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

X CERTIFIED COPY
PLAIN STAMPED COPY
CERTIFICATE OF GOOD STANDING

CONTACT PERSON: GLS

EXAMINER'S INITIALS:

g 8/16/96

RECEIVED
96 AUG 16 AM 10:48
DIVISION OF CORPORATION

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
96 AUG 16 PM 1:19

EFFECTIVE DATE

8/15/96

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS

ARTICLES OF INCORPORATION
OF
FG GROUP, INC.

96 AUG 16 PM 1:19

ARTICLE I

Name

The name of the corporation is FG GROUP, INC.

ARTICLE II

Duration

This corporation shall have a perpetual existence, unless dissolved according to law, commencing on the 15th day of August, 1996.

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

This corporation is authorized to issue ONE HUNDRED (100) shares of ONE AND NO/100 DOLLARS (\$1.00) par value common stock, which shall be designated "Common Shares."

ARTICLE V

Principal Office; Initial Registered Office and Agent

The street address of the initial principal office and registered office of this corporation is: 1111 Lincoln Road, Suite 500, Miami Beach, Florida 33139, and the name of the initial registered agent of this corporation at that address is: Nicholas M. Daniels, Esq.

ARTICLE VI

Initial Board of Directors

This corporation shall initially have one (1) director. The number of directors may be increased or decreased 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: Ferdinand Glueckmann, 1920 South Ocean Drive, Apt. #3A, Hallandale, Florida 33009.

**ARTICLE VII
INCORPORATOR**

The name and address of the person signing these Articles is: Nicholas M. Daniels, Esq., 1111 Lincoln Road, Suite 500, Miami Beach, Florida 33139.

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation on this 15th day of August, 1996.


NICHOLAS M. DANIELS, Subscriber

STATE OF FLORIDA:

SS:

COUNTY OF DADE:

The foregoing instrument was acknowledged before me this 15th day of August, 1996, by NICHOLAS M. DANIELS, ESQ., who is personally known to me or who has produced _____ as identification.


Notary Public, State of Florida
at Large

Leticia Zatarain

Type/Print/or Stamp Name of Notary

My Commission Expires:

OFFICIAL NOTARY SEAL
LETICIA ZATARAIN
NOTARY PUBLIC STATE OF FLORIDA
COMMISSION NO. CC291944
MY COMMISSION EXP. JULY 5, 1997

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS

26 AUG 16 PM 1:19

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

FG GROUP, INC.

In pursuance of the Florida Statutes, the following is submitted, in compliance with said Act:

First--that FG GROUP, INC., desiring to organize under the laws of the State of Florida with its principal office at: c/o Therrel Baisden & Meyer Weiss, 1111 Lincoln Road, Suite 500, Miami Beach, Florida 33139, has named Nicholas M. Daniels, Esq., located at 1111 Lincoln Road, Suite 500, Miami Beach, Florida 33139, as its agent to accept service of process within this state.

Having been named to accept service of process for the above stated corporation, at the place designated in this certificate, I hereby accept to act in this capacity, and agree to comply with the provision of said Act relative to keeping open said office.


NICHOLAS M. DANIELS

WMD/Corp/FG-Art.Inc