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FLORIDA DIVISION OF CORPORATIONS  
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TO: DIVISION OF CORPORATIONS

FAX #: (904)922-4001

FROM: GOLDENBERG & GOLDENBERG  
CONTACT: SHERRY CREWSS  
PHONE: (305)523-2626

ACCT#: 076060003657

FAX #: (305)523-5306

NAME: PAUL MCRAE, INC.

AUDIT NUMBER.....H96000018229

DOC TYPE.....FLORIDA PROFIT CORPORATION OR P.A.

CERT. OF STATUS..0

PAGES..... 4

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12/31/96

Handwritten signature and date 12/31/96

FAX AUDIT NUMBER: H96000018229

**ARTICLES OF INCORPORATION  
OF  
PAUL McRAE, INC.**

The undersigned incorporator to these Articles of Incorporation hereby forms a corporation under the laws of the State of Florida.

**ARTICLE I**

**NAM**

The name of this corporation shall be PAUL McRAE, INC.

**ARTICLE II**

**NATURE OF BUSINESS**

The corporation may engage in any activity or business permitted under the laws of the United States and of 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 one thousand (1,000) shares of common stock having One (\$1.00) Dollar par value.

**ARTICLE IV**

**TERM OF EXISTENCE**

The corporation shall exist perpetually, effective December 31, 1996.

This Instrument Prepared By:  
Stephen F. Goldenberg, Esquire  
One Financial Plaza, Suite 2626  
Fort Lauderdale, FL 33394  
(954) 523-2626  
F.B.N. 151293

FAX AUDIT NUMBER: H96000018229

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**ARTICLE V****ADDRESS**

The initial street address of the registered office of this corporation in the State of Florida shall be c/o Worldwide Corporate Services, Inc., One Financial Plaza, Suite 2626, Fort Lauderdale, FL 33394.

The initial principal office address of the corporation shall be: 416 Isle of Capri, Fort Lauderdale, Florida, 33301.

**ARTICLE VI****REGISTERED AGENT**

The Registered Agent of this corporation shall be WORLDWIDE CORPORATE SERVICES, INC.

I do hereby accept the duties and responsibilities as registered agent.

Accepted: December 31, 1996.

WORLDWIDE CORPORATE SERVICES, INC.

By: 

STEPHEN F. GOLDENBERG, President

**ARTICLE VII****DIRECTORS**

This corporation shall have no Directors, initially. The affairs of the Corporation will be managed by the Shareholders until such time Directors are designated as provided by the By-Laws.

This Instrument Prepared By:  
Stephen F. Goldenberg, Esquire  
One Financial Plaza, Suite 2626  
Fort Lauderdale, FL 33394  
(954) 523-2626  
F.B.N. 151293

FAX ALDIT NUMBER:W96000018229

**ARTICLE VIII**  
**INCORPORATOR**

The name and address of the person signing these Articles of Incorporation is:

**Name and Address**

Stephen F. Goldenberg, President  
WORLDWIDE CORPORATE SERVICES, INC.  
One Financial Plaza, Suite 2626  
Fort Lauderdale, FL 33394

**ARTICLE IX**  
**AMENDMENT**

These Articles of Incorporation may be amended in the manner provided by law.

IN WITNESS WHEREOF, the undersigned has executed these Articles of Incorporation  
on December 31, 1996.

WORLDWIDE CORPORATE SERVICES, INC.

By: 

**STEPHEN F. GOLDENBERG**  
Incorporator and Registered Agent

This Instrument Prepared By:  
Stephen F. Goldenberg, Esquire  
One Financial Plaza, Suite 2626  
Fort Lauderdale, FL 33394  
(954) 523-2626  
F.B.N. 151293

12/31/96

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LAW OFFICES

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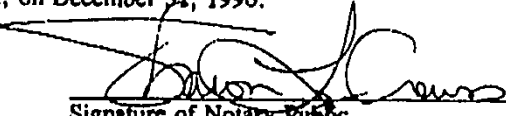
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STATE OF FLORIDA )  
 )  
COUNTY OF BROWARD )

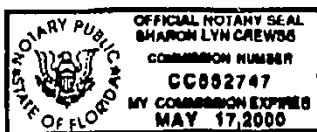
SS:

Before me, a notary public authorized to take acknowledgements in the state and county set forth above, personally appeared STEPHEN F. GOLDENBERG, 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, and who did not take an oath.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal, in the state and county aforesaid, on December 31, 1996.

  
Signature of Notary Public

Sharon Lyn Crews  
Typed/Printed Name of Notary Public  
Notary Public, State of Florida  
My Commission Expires:



This Instrument Prepared By:  
Stephen F. Goldenberg, Esquire  
One Financial Plaza, Suite 2626  
Fort Lauderdale, FL 33394  
(954) 523-2626  
F.B.N. 151293