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TO: DIVISION OF CORPORATIONS

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FROM: ACE INDUSTRIES, INC.  
CONTACT: PAM FRIEDMAN  
PHONE: (305)358-2571

ACCT#: 070744001530

FAX #: (305)358-7832

NAME: P.B. ENTERPRISES, ~~INC.~~ TREASURES, INC.

AUDIT NUMBER.....H97000000217

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

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FLORIDA DEPARTMENT OF STATE  
Sandra B. Morthorn  
Secretary of State

January 6, 1997

ACE INDUSTRIES, INC.

SUBJECT: P.B. ENTERPRISES, INC.  
REF: W97000000282

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Terri Buckley  
Corporate Specialist

FAX Aud. #: W97000000217  
Letter Number: 097A00000303

## ARTICLES OF INCORPORATION

H97-00217

of P.B. ENTERPRISES TREASURES, INC.  
a CORPORATION FOR PROFIT formed under the Florida General Corporation Act.

Article 1: Name of the Corporation: P.B. ENTERPRISES TREASURES, INC.  
Address of the Corporation: 5505 SO. DIXIE HIGHWAY  
WEST PALM BEACH, FLORIDA 33405

Article 2: DURATION: Term of existence of the corporation is perpetual.

Article 3: PURPOSE: The Corporation may transact any and all lawful business for which corporations may be incorporated under the Laws of the UNITED STATES and the STATE OF FLORIDA.

Article 4: CAPITAL STOCK: The number of shares which the corporation has authorized to be outstanding at any one time is 100.  
PAR VALUE \$1.00 (Information about PAR VALUE is not required but may be included).

Article 5: REGISTERED OFFICE: The street address of the initial registered office of the corporation shall be:  
5505 SO. DIXIE HIGHWAY, WEST PALM BEACH, FLORIDA 33405  
and the name of the initial registered agent at such address is BARBARA SHERRY

I am familiar with and hereby accept the duties and responsibilities as registered agent for said corporation

  
Signature of Registered Agent  
BARBARA SHERRY

12/20/96  
Date

Article 6: The board of directors are as follows:

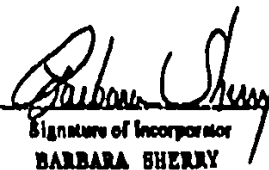
The name and address of the initial Director: (All persons listed after the first are additional directors)

|                                  |                                  |
|----------------------------------|----------------------------------|
| 1. <u>PETER LIAPES</u>           | <u>BARBARA SHERRY</u>            |
| <u>5505 SO. DIXIE HIGHWAY</u>    | <u>5505 SO. DIXIE HIGHWAY</u>    |
| <u>WEST PALM BEACH, FL 33405</u> | <u>WEST PALM BEACH, FL 33405</u> |

Article 7: The Name and address of the incorporator is:

BARBARA SHERRY  
5505 SO. DIXIE HIGHWAY  
WEST PALM BEACH, FL 33405

In witness whereof I have subscribed my name

  
Signature of Incorporator  
BARBARA SHERRY

Prepared by:  
ace INDUSTRIES, INC.  
54 NW 11th Street  
Miami, FL 33136  
305-358-2571

H97-00217