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199-1997 11:56 EMPIRE CORPORATE KIT 01/75

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TO: DIVISION OF CORPORATIONS FAX #: (904)922-4001

FROM: EMPIRE CORPORATE KIT COMPANY ACCT#: 072450003255
 CONTACT: RAY STORMONT
 PHONE: (305)541-3694 FAX #: (305)541-3770

NAME: BLP, INC.
 AUDIT NUMBER.....H97000000493
 DOC TYPE.....FLORIDA PROFIT CORPORATION OR P.A.
 CERT. OF STATUS..0 PAGES..... 6
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97 JAN -9 PM 3:56
TALLAHASSEE, FLORIDA

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ARTICLES OF INCORPORATION

BLP, Inc.

ARTICLE I

The name of this corporation shall be:

BLP, Inc.

ARTICLE II

This corporation may engage in the transaction of any or all lawful business for which corporations may be incorporated under the Florida General Corporation Act of the State of Florida.

ARTICLE III

The maximum number of shares of stock that this corporation is authorized to issue at any time is One Thousand Shares of \$1.00 Dollars, par value each.

ARTICLE IV

The shareholders of this corporation shall have preemptive rights to acquire unissued or treasury shares of the corporation, or securities of the corporation convertible into or carrying a right to subscribe to or acquire shares.

Prepared by: Pedro L. Albani, C.P.A.

Albani & Albani, P.A.
4849 Ponce de Leon Blvd. #404
Coral Gables, Florida 33148
(305) 662-7272

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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The principal office of this corporation shall be located at 1035 West Avenue, Apt. 401, Miami Beach, Florida 33139, with the corporation retaining the power of moving its office to any other address in Florida, as may from time to time to be determined and authorized by its Board of Directors, with branch offices in such other cities or countries as may from time to time be authorized by its Board of Directors.

ARTICLE VI

The initial registered office of this corporation shall be at 1035 West Avenue, Apt. 401, Miami Beach, Florida 33139. The initial registered agent at such address shall be **BRUCE PLATT**.

ARTICLE VII

This corporation shall at all time have at least one Director who shall conduct the business of the corporation as a Board of Directors. The stockholders of this corporation may, from time to time, and at any time, increase or decrease the size of the Board of Directors or the corporation.

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ARTICLE VIII

The name and address of the members of the First Board of Directors who shall hold office until the first annual meeting of shareholders and or until their successors are elected and qualified or until their earlier resignation, removal from office or death, are:

BRUCE PLATT - 1035 West Avenue, Apt. 401, Miami Beach, Fl. 33139

ARTICLE IX

The By-Laws of this corporation may be created, amended, changed or replaced by either the stockholders or the Directors of the corporation at any duly scheduled Special Meeting, called for that purpose.

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IN WITNESS WHEREOF, the undersigned has made, subscribed and acknowledged these Articles of Incorporation this 0th DAY OF December, 1996.

B. Platt
BRUCE PLATT, President and Incorporator

STATE OF FLORIDA

COUNTY OF DADE

I HEREBY CERTIFY, that on this the 0th day of December, 1996, personally appeared before me, an authorized officer duly commissioned to administer oaths and take acknowledgements: Bruce Platt, to me personally known, and known to be the person who executed the foregoing Articles of Incorporation, and acknowledge that she signed and executed the same for the use and purposes herein stated.

IN WITNESS WHEREOF, I have hereunto set my hand and official seal at Coral Gables, Dade County, Florida, the day and year above written.

Susana G. Cruz
Susana G. Cruz
NOTARY PUBLIC, State of Florida
at Large.

My Commission Expires:



SUSANA G. CRUZ
My Commission DC48881B
Expires Oct. 09, 1998
Bonded by HAI
850-488-1886

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

In pursuance of Chapter 48.091, Florida Statutes, the following is submitted in compliance with said Act:

FILED
JUN 9 3:51 PM '97
TALLAHASSEE, FLORIDA

That **BLP, INC.**, desiring to organize under the laws of the State of Florida with its principal office, as indicated in the Articles of Incorporation at the City of Miami, County of Dade, State of Florida, has named **BRUCE PLATT, 1036 West Avenue, Apt. 401, Miami Beach, County of Dade, State of Florida**, as its agent to accept service of process within this state.

ACKNOWLEDGEMENT:

Having been named to accept service of process for the above stated corporation, at 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.

By: B P Platt
Bruce Platt

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