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FLORIDA DIVISION OF CORPORATIONS
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TO: DIVISION OF CORPORATIONS

FAX #: (904)922-4001

FROM: FAS-T CORP. AGENTS, INC.

ACCT#: 071001002335

CONTACT: LIDIA FERNANDEZ

PHONE: (305)599-0839

FAX #: (305)716-0346

NAME: TRACTION GROUP, INC.

AUDIT NUMBER.....H97000005934

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

CERT. OF STATUS..0

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TALLAHASSEE

K.R. APR 11 1997

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ARTICLES OF INCORPORATION
FOR

TRACTION GROUP, INC.

The undersigned, for the purpose of forming a corporation under the Florida General Corporation Act do hereby adopt the following articles of incorporation:

ARTICLE ONE

The name of the corporation is TRACTION GROUP, INC.

ARTICLE TWO

The duration of the corporation shall be perpetual.

ARTICLE THREE

The purpose of the corporation is to engage in any and all lawful business permitted pursuant to the laws of Florida.

ARTICLE FOUR

The aggregate number of shares which the corporation is authorized to issue is 100 shares. Such shares shall be of a single class and shall have a par value of \$1.00 per share.

ARTICLE FIVE

The corporation's principal office address and the registered office address are the same. The address is:

TRACTION GROUP, INC.
199 OCEAN LANE DRIVE
KEY BISCAYNE, FL


SHIRLEY SMITH

Prepared by: All Accounting Services, Inc.
4250 East 4th Avenue
Hialeah, FL 33013
(305) 822-4231

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ARTICLE SIX

The number of directors constituting the initial board of directors of the corporation is one. The name and address of each person who is to serve as a member of the initial board of directors is:

SHIRLEY SMITH
199 OCEAN LANE DR.
KEY BISCAYNE, FL 33149
Shirley Smith
SHIRLEY SMITH

ARTICLE SEVEN

The name and address of the incorporator is:

SHIRLEY SMITH
199 OCEAN LANE DR.
KEY BISCAYNE, FL 33149

Shirley Smith
SHIRLEY SMITH

STATE OF FLORIDA
COUNTY OF DADE

The foregoing instrument was acknowledged before me on the
10 day of APRIL, 1997, by SHIRLEY SMITH. My
Commission Expires:

JOHNNY SCHULZ
Notary Public, State of Florida
My Commission Expires June 18, 1999
Commission No. 00473882

Johnny Schulz
Notary Public, State of Florida

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CONSENT OF REGISTERED AGENT

The undersigned, having been named and designated as
Resident Agent for the corporation TRACTION GROUP, INC. at the
Incorporation, accepts the designation.


SHIRLEY SMITH

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