KIRKPATRICK & LOCKHART LLP

MIAMI CENTER 20TH FLOOR 201 SOUTH BISCAYNE BOULEVARD MIAMI, FLORIDA 33131-2399

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JAN E. BIANCK

Secretary of State of Florida **Division of Corporations** Post Office Box 6327 Tallahassee, Florida 32314

> Re: CASPER TRADING, INC.

Ladies and Gentlemen:

Enclosed for filing with your offices are articles of incorporation, in duplicate, prepared on behalf of Casper Trading, Inc., a proposed Florida corporation. Also enclosed is our check in the amount of \$122.50 in payment of filing fees (\$35.00), registered agent filing fee (\$35.00) and a certified copy (\$52.50). Please forward the certified copy of the articles to me.

Thank you for your attention to this matter.

Lawyer's Assistant to Gregg J. Breitbart

ce: Gregg J. Breitbart, Esq.

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ARTICLES OF INCORPORATION

OF

CASPER TRADING COMPANY

97 APR 10 PILED PI The undersigned, acting as incorporator of Casper Trading Company, under the Florida Business Corporation Act, adopts the following Articles of Incorporation:

ARTICLE I

NAME

The name of the corporation (the "Corporation") is Casper Trading Company.

ARTICLE II

ADDRESS

The street address of this Corporation shall be 4061 Southwest 47th Street, Fort Lauderdale, Florida 33314.

ARTICLE III

DURATION AND COMMENCEMENT OF EXISTENCE

The duration of the Corporation shall be perpetual commencing on the date of filing of these Articles of Incorporation with the Secretary of State of Florida.

ARTICLE IV

PURPOSE

The purpose of the Corporation shall be to engage in any activities or business permitted under the laws of the United States and the State of Florida.

ARTICLE V

CAPITAL STOCK

The maximum number of shares of stock which this Corporation is authorized to issue is 10,000 shares having a par value of \$.01 per share.

ARTICLE VI

REGISTERED OFFICE AND AGENT

The street address of the Corporation's registered office shall be 201 South Biscayne Boulevard, 20th Floor, Miami, Florida 33131 and the registered agent for the Corporation at that address shall be Gregg J. Breitbart.

ARTICLE VII

INCORPORATOR

The name and street address of the incorporator to these Articles of Incorporation are:

Name

Address

Gregg J. Breitbart

c/o Kirkpatrick & Lockhart LLP 201 South Biscayne Boulevard 20th Floor Miami, FL 33131

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation this 2ndday of April, 1997.

Gregg J. Breitbart, Incorporator

CERTIFICATE OF REGISTERED AGENT

OF

CASPER TRADING COMPANY

Having been named to accept service of process for Casper Trading Company at the place designated in the foregoing Articles of Incorporation, Gregg J. Breitbart agrees to act in this capacity and is familiar with and accepts the obligations provided in Section 607.0505 of the Florida Business Corporation Act.

DATE: April 2, 1997

Gregg J. Breitbart

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