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TALLAHASSEE, FLORIDA

4/17/97

FLORIDA DIVISION OF CORPORATIONS
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TO: DIVISION OF CORPORATIONS

FAX #: (904)922-4001

FROM: ACE INDUSTRIES, INC.
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NAME: FINDERS FEE, INC.

AUDIT NUMBER.....H97000006288

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

CERT. OF STATUS..0

PAGES..... 1

CERT. COPIES.....1

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ARTICLES OF INCORPORATION

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Article 1: Name of Corporation FINDERS FEE, INC.

Address of Corporation 1300 15th COURT SUITE 57
KEY WEST, FLORIDA 33040

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Article 2: CAPITAL STOCK: The number of shares which the corporation has authorized to be outstanding at any one time is 100, with a par value of \$1.00. (PAR VALUE is NOT REQUIRED).

Article 3: REGISTERED OFFICE:

and

REGISTERED AGENT:

WILLIAM B. RABINOWE

1300 15th COURT SUITE 57

KEY WEST, FLORIDA 33040

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

William B. Rabinowe 3/6/97
Signature of Registered Agent Date

Article 4: The Board of Directors are: (Board of Directors is NOT REQUIRED)

First listed is President. Second is Secretary/Additional Directors.

1. WILLIAM B. RABINOWE

1300 15th COURT SUITE 57

KEY WEST, FLORIDA 33040

Article 5: The Name and Address of the INCORPORATOR is:

WILLIAM B. RABINOWE

1300 15th COURT SUITE 57

KEY WEST, FLORIDA 33040

In witness whereof I have subscribed my name William B. Rabinowe
Signature of Incorporator

WILLIAM B. RABINOWE

HA7-6288

Prepared by:

ACE INDUSTRIES, INC.

54 NW 11th Street

Miami, FL 33136

305-358-2571