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FLORIDA DIVISION OF CORPORATIONS
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TO: DIVISION OF CORPORATIONS

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FROM: ACE INDUSTRIES, INC.

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NAME: SPECIALITY PROMOTIONS, INC.

AUDIT NUMBER.....H97000009115

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

CERT. OF STATUS..0

PAGES..... 4

CERT. COPIES.....1

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FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

June 4, 1997

ACE INDUSTRIES INC

SUBJECT: SPECIALITY PROMOTIONS, INC.
REF: W97000013027

We received your electronically transmitted document. However, the document has not been filed. Please make the following corrections and refile the complete document, including the electronic filing cover sheet.

Section 15.16(3), Florida Statutes, requires each document to contain in the lower left-hand corner of the first page the name, address, and telephone number of the preparer of the original and, if prepared by an attorney licensed in this state, the preparer's Florida Bar membership number.

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Division of Corporations - P.O. BOX 6327 - Tallahassee, Florida 32314

H97-9115

ARTICLES OF INCORPORATION

The undersigned, for the purpose of forming a corporation under the Florida General Corporation Act, (F.S. 607) do hereby adopt the following articles of incorporation, providing for the formation, rights, privileges, and immunities of a corporation for profit.

ARTICLE I

The name and address of the corporation is:

SPECIALITY PROMOTIONS, INC.
11790 SW 89TH STREET
MIAMI, FLORIDA 33186-2166

ARTICLE II

The duration of the corporation is perpetual.

ARTICLE III

The general purpose for which the corporation is organized is "To engage in any lawful business activity for which corporations may be incorporated under the Florida General Corporation Act, (F.S. 607)".

ARTICLE IV

The aggregate number of shares which the corporation is authorized to be issued is One Thousands (1,000) Shares. Such shares shall be of a single class (capital stock), shall be One dollar (\$1.00) per share par value, and shall be known as Section 1244 Stock as such stock term is defined in the Internal Revenue Code.

REPAIRED
BY:
ICE INDUSTRIES, INC.

54 NW 11th Street
Miami, FL 33138

and 222, 2279

ACE INDUSTRIES/PRINTING CORP KIT

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MIAMI, FLORIDA

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ARTICLE V

The whole or any part of the capital stock shall be payable either in lawful money of the United States or in property, labor or services insofar as permitted from time to time by the laws of the State of Florida, the value of such property, labor or services to be determined by the Board of Director(s).

ARTICLE VI

The amount of capital with which the corporation shall commence business shall be at least One thousands (\$1,000.00) Dollars.

ARTICLE VII

The street address of the initial principal office of the corporation is:

11790 SW 89TH STREET
MIAMI, FLORIDA 33186-2166

The initial Registered Agent at such address is:

JEFFREY M. GREENBERG
11790 SW 89TH STREET
MIAMI, FLORIDA 33186-2166

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ARTICLE VIII

The number of Director(s) constituting the initial Board of Directors of the corporation is one (1). The name and address of the person (s) who is to serve as member of the initial Board of Director(s) is:

JEFFREY M. GREENBERG
11790 SW 89TH STREET
MIAMI, FLORIDA 33186-2166

ARTICLE IX

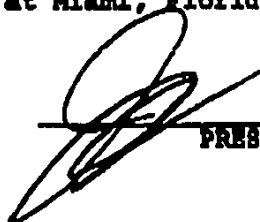
The name and address of each incorporator and the number of shares of stock each agrees to take is:

JEFFREY M. GREENBERG (100)
11790 SW 89TH STREET
MIAMI, FLORIDA 33186-2166

ARTICLE X

The corporation shall at all times have any corporate powers enumerated in the General Corporation Act of Florida.

EXECUTED by the undersigned at Miami, Florida.



PRESIDENT

Certificate designating place of business or domicile for the service of process within Florida, naming agent upon who proceeds may be served.

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In compliance with Section 48.091, Florida Statutes, the following is submitted:

First, that SPECIALITY PROMOTIONS, INC. is desiring to organize or qualify under the laws of the State of Florida with its principle place of business at city of MIAMI, State of FLORIDA, has named JEFFREY M. GREENBERG located at 11790 SW 89TH STREET city of MIAMI, FLORIDA, as its agent to accept service of process within Florida.

SIGNATURE: 

TITLE: President

DATE: 5/27/97

Having been named to accept service of process for the above stated corporation, at the place designated in this certificate, I hereby agree to act in this capacity, and I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties.

SIGNATURE: 

(Resident Agent)

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