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LAW OFFICES OF

Charles J. Goldman, P.A.

601 SOUTH FEDERAL HIGHWAY
HOLLYWOOD, FLORIDA 33020

FILED
JUL 22 PM 12:32
TALLAHASSEE, FLORIDA
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July 16, 1997

State of Florida
Department of State
Corporate Division
P.O. Box 6327
Tallahassee, FL 32314

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-07/22/97-01103-003
*****70.00 *****70.00

Re: ITCHI BABA CORP.

Gentlemen:

Enclosed is an original and one copy of the Articles of Incorporation for the above corporation. Please file the original in your offices and return one filed copy to me in the envelope I have provided.

I am enclosing my check for \$70.00 covering:

\$35.00 Filing Fee

35.00 Certificate Designating Registered Agent

Very truly yours,

CHARLES J. GOLDMAN
CJG/csg
Enclosures

F. Chasman

JUL 24 1997

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION

OF

ITCHI BABA CORP.

I, THE UNDERSIGNED, hereby establish myself for the purpose of becoming a corporation under the laws of the State of Florida, providing for the formation, liability, rights, privileges and immunities of a corporation for profit.

ARTICLE I

The name of the corporation shall be:

ITCHI BABA CORP.

ARTICLE II - PURPOSE

The general character or nature of the business to be transacted by this corporation is to engage in any activity or business permitted under the laws of the United States and of the State of Florida.

ARTICLE III - CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is FIVE HUNDRED (500) SHARES having a par value of ONE (\$1.00) DOLLAR per share.

ARTICLE IV - CAPITAL

The amount of capital with which this corporation shall begin

business shall not be less than FIVE HUNDRED (\$500.00) DOLLARS.

ARTICLE V - DURATION

The corporation shall have perpetual existence.

ARTICLE VI - PRINCIPAL OFFICE

The initial street address of the corporation's principal office is: 290 S.W. 99th Avenue, Pembroke Pines, Florida 33025.

ARTICLE VII - MANAGEMENT BY SHAREHOLDERS

The corporation shall be a close corporation within the meaning of, and governed by, the Florida Close Corporation Act. The business of the corporation shall be managed by its shareholders pursuant to Chapter 607 of the Florida Statutes.

ARTICLE VIII - INITIAL BOARD OF DIRECTORS

This corporation shall have one (1) Director initially. The number of Directors may be increased or decreased from time to time by the By-Laws but shall never be less than one. The names and addresses of the Directors are:

Clarence N. Smith
290 S.W. 99th Avenue .
Pembroke Pines, Florida 33025

ARTICLE IX - SUBSCRIBERS

The name and address of each person signing these Articles of Incorporation as a subscriber is:

CHARLES J. GOLDMAN
601 South Federal Highway
Hollywood, Florida 33020

ARTICLE X - DISSOLUTION

The corporation may be dissolved at any time by: (1) unanimous written consent of the shareholders; (2) on the affirmative vote of the holders of at least two-thirds of the outstanding shares of the corporation entitled to vote thereon. On dissolution, the corporate property and assets shall, after payment of all debts of the corporation, be distributed to the shareholders pro rata, each shareholder to participate in the distribution in direct proportion to the number of shares held by him.

ARTICLE XI - REGISTERED AGENT

The name and address of the Registered Agent is:

CHARLES J. GOLDMAN, P.A.
601 South Federal Highway
Hollywood, Florida 33020

IN WITNESS WHEREOF, I, the undersigned subscriber of this Corporation, have executed these Articles of Incorporation at Hollywood, Broward County, Florida, on this 16TH day of July 1997.



CHARLES J. GOLDMAN, Subscriber

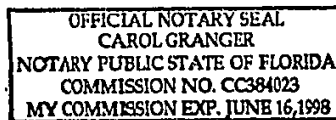
STATE OF FLORIDA)
) SS:
COUNTY OF BROWARD)

BEFORE ME, this 16TH day of July 1997, personally appeared
CHARLES J. GOLDMAN, who is personally known to me or who has

produced known as identification and is
the person described in the foregoing Articles of Incorporation of
Itchi Baba Corp. and he acknowledged before me that he executed the
same for the purposes therein expressed.

Carol Granger
NOTARY PUBLIC, STATE OF FLORIDA
AT LARGE

CAROL GRANGER
Type or print name of notary.



**CERTIFICATE DESIGNATING REGISTERED AGENT AND
PLACE OF BUSINESS OR DOMICILE FOR THE SERVICE OF
PROCESS WITHIN FLORIDA, AND ACCEPTANCE OF AGENT
UPON WHOM PROCESS MAY BE SERVED**

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TALLAHASSEE, FLORIDA
SECRETARY OF STATE

In compliance with Sections 48.091 and 607.034, Florida Statutes, the following is submitted:

FIRST that ITCHI BABA CORP., desiring to organize or qualify under the laws of the State of Florida, with its principal place of business at 290 S.W. 99th Avenue, Pembroke Pines, Florida 33025 has named Charles J. Goldman, P.A., located at 601 South Federal Highway, Hollywood, Florida 33020 as its agent to accept service of process within Florida.

Dated: _____

7/16/91



CHARLES J. GOLDMAN, Incorporator

Having been named to accept service of process for the above named 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 performance of my duties.



CHARLES J. GOLDMAN, P.A.