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7/25/97

FLORIDA DIVISION OF CORPORATIONS PUBLIC ACCESS SYSTEM ELECTRONIC FILING COVER SHEET

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DIVISION OF CORPORATIONS TO:

FAX #: (850)922-4001

FROM: FAS-T CORP. AGENTS, INC.

ACCT#: 071001002335

CONTACT: LIDIA FERNANDEZ PHONE: (305)599-0839

FAX #: (305)716-0346

NAME: LYPAND CORPORATION

AUDIT NUMBER..... H97000012220

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

CERT, OF STATUS..0

PAGES..... 3

CERT. COPIES.....1

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AUDIT NUMBER ON THE TOP AND BOTTOM OF ALL PAGES OF THE DOCUMENT

** ENTER 'M' FOR MENU. **

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ARTICLES OF INCORPORATION OF

LYPAND CORPORATION

The undersigned incorporator(s), for the purpose of forming a corporation under the Florida General Corporation Act, hereby adopt(s) the following Articles of Incorporation.

ARTICLE L NAME

The name of the corporation shall be: LYPAND CORPORATION

The principal place of business of this corporation shall be:

P. O. BOX 640405, N. Miami Beach, FL 33164-0405

ARTICLE II NATURE OF BUSINESS

This corporation may engage in or transact any or all lawful activities or business permitted under the laws of the United States, the State of Florida, or any other state, country, territory or nation.

ARTICLE III CAPITAL STOCK

The aggregate number of shares of stock and its value that this corporation is authorized to have outstanding at any one time is:

Five Hundred Thousand (500,000) at \$.01 par value per share

ARTICLE IV TERM OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE V OFFICERS DIRECTORS

The name(s) and street address(es) of the initial officer(s) and director(s), if any, who shall hold office the first year of the corporation's existence or until their successor(s) is(are) elected, is(are):

Judah Holland, P.O.Box 640405, NMB, FL 33164 - President/Secretary

Prepared by: Mark Horn 18800 NW 2nd Ave., Suite 211 North Miami, FL 33169 (305) 770-0848

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ARTICLE VI INCORPORATORISI

The name(s) and street address(es) of the incorporator(s) to this articles of incorporation is(are):

Judah, Holland , P.O. Box 640405, NMB FL 33164

IN WITNESS WHEREOF, the undersigned incorporator(s) has(have) executed these Articles of Incorporation this 24th day of July 1997.

Signature(s) of incorporate(s)

H97000012220

CERTIFICATE OF DESIGNATION REGISTERED AGENT/REGISTERED OFFICE

ON PARTIES AND SESSON Pursuant to the provisions of Section 607.325, Florida Stati the undersigned corporation, organized under the laws of the State of Florida, submits the following statement in designating? the registered office/registered agent, in the State of Florida.

| 1. The name of the corporation: | |
|--|---------------------------|
| LYPAND CORPORATION | |
| 2. The name and address of the registe | ored agent and office is: |
| JUDAH HOLLAND 19698 NE 24th Avenue | |
| (P.O. BOX NOT ACCE | PTABLE) |
| North Miami Beach, Florida 3318 | 0 |
| (CITY/STATE/ZIF | ' 1 |
| SIGNATU | RE from flasher |
| TITLE | Judah Holland/President |
| DATE | July 24, 1997 |

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, AND I ACCEPT THE DUTIES AND OBLIGATIONS OF SECTION 607.325, FLORIDA STATUTES.

SIGNATURE

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