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FLORIDA DIVISION OF CORPORATIONS
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TO: DIVISION OF CORPORATIONS

FAX #: (850)922-4001

FROM: ACE INDUSTRIES, INC.
CONTACT: PAM FRIEDMAN
PHONE: (305)358-2571

ACCT#: 070744001530

FAX #: (305)358-7832

NAME: BUCK LAND CORPORATION

AUDIT NUMBER.....H97000013289

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

CERT. OF STATUS..0

PAGES..... 4

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TALLAHASSEE, FLORIDA

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8/14/97



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

August 13, 1997

ACE INDUSTRIES, INC.

SUBJECT: BUCK LAND CORPORATION
REF: W97000018699

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

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an existing entity. Simply adding "of Florida" or "Florida" to the end of a name is not acceptable. Please select a new name and make the correction in all appropriate places. One or more words may be added to make the name distinguishable from the one presently on file.

The name conflict is "BUCKLAND, INC."

If you have any further questions concerning your document, please call (850) 487-6931.

Becky McKnight
Document Specialist

FAX Aud. #: H97000013289
Letter Number: 297A00041020

H97-13289

Certificate of Incorporation of
BIG BUCK LAND CORPORATION

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned, desiring to form a corporation under the provisions of the Laws of the State of Florida, hereby makes, subscribes and acknowledges before a Notary Public and files with the Secretary of State of the State of Florida, a Certificate of Incorporation, as follows:

ARTICLE I - Name

The name of the corporation shall be:

BIG BUCK LAND CORPORATION

ARTICLE II - Nature of Business

The corporation may engage in any activity or business which is permitted under the Laws of the State of Florida and the United States of America.

ARTICLE III - Capital Stock

The maximum number of shares of common Stock outstanding at any one time shall be SIX HUNDRED (600) shares, with a par value of ONE DOLLAR (\$1.00) per share, all of one class.

ARTICLE IV - Initial Capital

The corporation will begin business with a sum of SIX HUNDRED DOLLARS (\$600.00) capital, all of which sum has been paid in full by the subscriber hereto.

ARTICLE V - Term of Existence

The corporation shall have perpetual existence.

ARTICLE VI - Address

The principal place of business of the corporation shall be at 2782 N.W. North River Drive, Miami, Florida 33142, with the privilege of having branch offices at any other place. .PA

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Prepared by:
ACE Industries, Inc.
54 Northwest 11th St.
Miami, FL 33136
(305) 958-2571

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ARTICLE VII - Registered Agent and Office

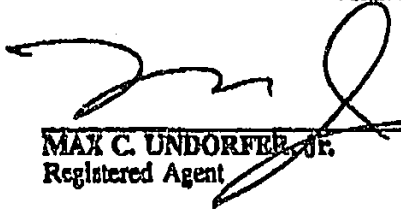
The registered office of the corporation shall be at 2782 N.W. North River Drive, Miami, Florida 33142, and the registered agent shall be MAX C. UNDORFER, Jr. at that address.

ARTICLE VIII - Incorporators

The name and post office address of each incorporator and subscriber to the Certificate of Incorporation is as follows:

MAX C. UNDORFER, Jr.
2782 N.W. North River Drive
Miami, Florida 33142

In Witness Whereof, I have affixed my hand and seal hereto this 12 day of August, 1997.


MAX C. UNDORFER, Jr.
Registered Agent

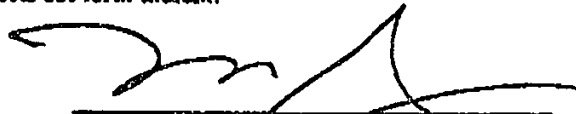
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STATE OF FLORIDA
COUNTY OF DADE

Before Me, the undersigned authority, personally appeared MAX C. UNDORFER, Jr., to me known to be the incorporator described in the Certificate of Incorporation of BUCK LAND CORPORATION, who provided the below described identification, and he acknowledged the same, and after being by me first duly sworn, upon his oath, deposes and says: That it is in good faith intended to carry out the purposes and objects set forth therein.


MAX C. UNDORFER, Jr.

Identification: U536-543-56-027-0

Sworn to and Subscribed before me
this 12th day of August, 1997.


NOTARY PUBLIC



LINDA A. CARPENTER
My Commission OC310318
Expires Sep. 23, 1997
Bonded by HAI
500-422-1058

(Notary Seal)

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**CERTIFICATE OF DESIGNATION
REGISTERED AGENT/REGISTERED OFFICE**

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

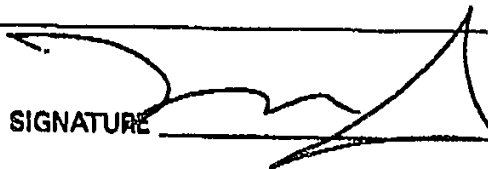
Pursuant to the provisions of Section 607.325, Florida Statutes, the undersigned corporation, organized under the laws of the State of Florida, submits the following statement in designating the registered office/registered agent, in the State of Florida.

1. The name of the corporation is: BIG BUCK LAND CORPORATION
2. The name and address of the registered agent and office is:

MAX C. UNDOFFER, Jr.

2782 N.W. North Blyar Drive

Miami, Florida 33142

SIGNATURE 

TITLE President

DATE 8/12/97

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

SIGNATURE 

DATE 8/12/97

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