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BURTON I. MANIS  
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NEW YORK OFFICE:  
120 FRONT STREET  
MINEOLA, N.Y. 11501

516-742-9995

August 27, 1997

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

100002281021--1  
-08/29/97--01062--010  
\*\*\*\*122.50 \*\*\*\*122.50

Re: Incorporation of Appian, Inc.

Gentlemen:

Please find enclosed herein for filing two (2) copies of the Articles of Incorporation for Appian, Inc. together with a check to the order of the Department of State, in the amount of \$ 122.50 to cover the \$ 70.00 filing fees and the \$ 52.50 fee for certification of the filing of the Articles of Incorporation.

Thank you for your courtesies.

Very truly yours,

*Burton I. Manis*

BURTON I. MANIS

BIM: id  
Encls-2Art/Inc.  
Paul DiPasqua ck.

*Pmc  
9/2/97*

97 AUG 29 AM 11:54  
FILED  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION  
of  
APPIAN, INC.

FILED  
97 AUG 29 AM 11:54  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

The undersigned subscriber of these Articles of Incorporation, a natural person competent to contract, hereby forms a corporation under the laws of the State of Florida.

ARTICLE I

The name of this corporation is APPIAN, INC..

ARTICLE II

This corporation shall have perpetual existence.

ARTICLE III

This corporation is organized for the purpose of transacting any or all lawful business.

ARTICLE IV

This corporation is authorized to issue 1000 shares of no par value common stock which shall be designated the "Common Stock".

ARTICLE V

The principal place of business and street address of the initial registered office shall be c/o Paul Di Pasqua, 20724 Waters Edge Court, Boca Raton, Florida 33498.

ARTICLE VI

This corporation shall have one (1) director initially. The number of directors may be increased or decreased from time to time in accord with the By-Laws adopted by the Stockholders but shall never be less than one (1).

ARTICLE VII

The name and street address of the member of the first Board

of Directors, the Incorporator and the subscriber hereto is:

Paul Di Pasqua,  
20724 Waters Edge Court,  
Boca Raton, Florida 33498

ARTICLE VIII

This corporation shall indemnify any officer or director, or any former officer or director, to the full extent permitted by law.

ARTICLE IX

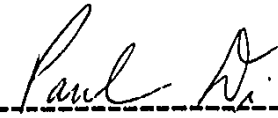
This corporation reserves the right to amend or repeal any provision contained in these Article of Incorporation, or any amendment hereto. Every amendment shall be approved at a meeting duly held by the Board of Directors, proposed by them to the Stockholders for their approval and consent, and approved at a duly held Stockholders meeting by a majority of the stock entitled to voted thereon, unless all of the Directors and all of the Stockholders sign a written statement manifesting the intention and agreement that a certain amendment be made to these Articles of Incorporation.

ARTICLE X

This corporation organizing under the laws of the State of Florida with its principal office located in Palm Beach County of the State of Florida, as set forth in these Articles of Incorporation, has named Paul Di Pasqua, 20724 Waters Edge Court, Boca Raton, Florida 33498, as it Registered Agent to accept service of process within the State of Florida.

A C K N O W L E D G E M E N T:

Having been named to accept service of process for the above stated corporation, at the place designated in this Article, I do hereby accept such appointment to act in such capacity and agree to comply with the revisions of the Act relative to keeping an office.

  
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Registered Agent

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA  
AUG 29 11:54  
FILED

IN WITNESS WHEREOF, the undersigned, the sole member of the Board of Directors, the Incorporator and the subscriber has

hereunto set my hand and seal this 27<sup>th</sup> day of August, 1997, for the purpose of forming this corporation to do business and pursuant to the laws of the State of Florida for corporations, do make and file these Articles of Incorporation in the Office of the Secretary of State and certify that the statements made herein are true.

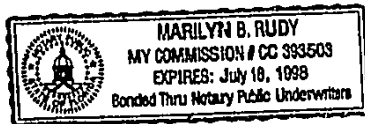
Paul Di Pasqua  
PAUL DI PASQUA NJ DJR D455661961  
06572/2001

STATE OF FLORIDA  
COUNTY OF PALM BEACH

I, HEREBY CERTIFY, that on this day, before me, a Notary Public, duly authorized to take acknowledgements and administer oaths, in the State and County aforesaid, personally appeared, PAUL DI PASQUA, known to me as the sole subscriber, and known by me to be the person who executed the foregoing Articles of Incorporation.

SWORN TO AND SUBSCRIBED before me this 27<sup>th</sup> day of August, 1997.

NOTARY PUBLIC:



Marilyn B Rudy  
Print: Marilyn B. Rudy