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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: BLUE SKY ~~INTERNATIONAL~~ *Emdorium*, INC.  
AUDIT NUMBER.....H97000015129  
DOC TYPE.....FLORIDA PROFIT CORPORATION OR P.A.  
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## FLORIDA DEPARTMENT OF STATE

Sandra B. Morham  
Secretary of State

September 12, 1997

ACE INDUSTRIES

SUBJECT: BLUE SKY, INC.  
REF: W97000021108

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Corporate SpecialistFAX Aud. #: H97000015129  
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Division of Corporations - P.O. BOX 6327 - Tallahassee, Florida 32314

HQ7-15129

ARTICLES OF INCORPORATION

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Article 1: Name of Corporation BLUE SKY EMPORIUM, INC.

Address of Corporation 5050 SOUTH HIGHWAY 17-92

CASSELBERRY, FLORIDA 32707

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

Article 2: CAPITAL STOCK: The number of shares which the corporation has authorized to be outstanding at any one time is 300, with a par value of \$1.00. (PAR VALUE is NOT REQUIRED).

Article 3: REGISTERED AGENT

and

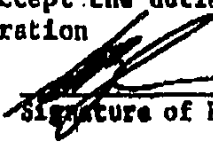
REGISTERED OFFICE:

STEVEN P. ZWICKER

539 CANBY CIRCLE

OCFEE, FLORIDA 34761

I am familiar with and hereby accept the duties and responsibilities as registered agent for said corporation

  
Signature of Registered Agent

9/11/97

Date

Article 4: The Board of Directors are: (Board of Directors is NOT REQUIRED)

First listed is President. Second is Vice-President. Then, sec/treasurer

1. STEVE ZWICKER 539 CANBY CIRCLE, OCFEE, FLORIDA 34761

2. JOE SABATINI 1217 OVERLOOK ROAD, EUSTIS, FLORIDA 32726

3. OLIN GRACZYK 211 DIEDRICH STREET, EUSTIS, FLORIDA 32726

Article 5: The Name and Address of the INCORPORATOR is:

JOE SABATINI

1217 OVERLOOK ROAD

EUSTIS, FLORIDA 32726

In witness whereof I have subscribed my name

  
Signature of Incorporator

JOE SABATINI

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Prepared by:

ace INDUSTRIES, INC.

54 NW 11th Street

Miami, FL 33138

305-358-2571