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TO: DIVISION OF CORPORATIONS

FAX #: (850)922-4001

FROM: FILINGS, INC.

ACCT#: 072720000101

CONTACT: TERESA ROMAN PHONE: (904)385-6735

FAX #:

(904) 561-1025

NAME: LARAJAY, INC. AUDIT NUMBER.....H97000017715 DOC TYPE......FLORIDA PROFIT CORPORATION OR P.A. CERT. OF STATUS..0 PAGES...... 3 CERT. COPIES.....0 DEL.METHOD.. FAX EST.CHARGE.. \$70.00 NOTE: PLEASE PRINT THIS PAGE AND USE IT AS A COVER SHEET. TYPE THE FAX AUDIT NUMBER ON THE TOP AND BOTTOM OF ALL PAGES OF THE DOCUMENT

\*\* ENTER 'M' FOR MENU. \*\*

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## ARTICLES OF INCORPORATION

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LARAJAY, INC.

ARTICLE I

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The name of this corporation shall be:

LARAJAY, INC.

ARTICLE II

#### PRINCIPAL OFFICE

The initial principal office of this corporation shall

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20023 Northeast 39th Flace Aventura, Florida 33180

ARTICLE III

## CAPITAL STOCK

This corporation is authorized to issue 1,000 shares of common stock, which shall be designated "Common Shares".

## ARTICLE IV

## INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this corporation is 2101 West Commercial Boulevard, Suite 4100,

PREPARED BY:
PETER M. HODKIN, F.A.
2101 W. COMMERCIAL BLVD., SUITE 4100
FORT LAUDERDALE, FLORIDA 33309
PLORIDA BAR NO. 287614
TEL: (954) 735-0000

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Fort Lauderdale, Florida 33309, and the initial registered agent of this corporation at that address is Pater M. Hodkin.

#### ARTICLE V

# INITIAL BOARD OF DIRECTORS

This corporation shall have one Director initially. The number of Directors may be increased or decreased from time to time by the By-Laws but there shall never be less than one director. The name and address of the initial Director of this corporation is:

Stuart G. Israelson 20033 Northeast 39th Place Aventura, Florida 33180

## ARTICLE VI

## INCORPORATOR

The name and address of the person signing these Articles is Pater M. Hodkin, 2101 West Commercial Blvd., Suite 4100, Fort Lauderdale, Florida 33309.

## ARTICLE VII

## INDEMNIFICATION

The corporation shall indemnify any Officer or Director, or any former Officer or Director, to the full extent permitted by law.

IN WITNESS WHEREOF, the undersigned has executed these Articles of Indorporation this 23/ day of Qqtober /1997.

PETER M. HOUKIN

## ACCEPTANCE OF REGISTERED AGENT

HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION, AT THE PLACE DESIGNATED IN ARTICLE IV OF THESE ARTICLES OF INCORPORATION, THE UNDERSIGNED HEREBY AGREES TO ACT IN THIS CAPACITY, AND FURTHER AGREES TO COMPLY WITH THE COMPLETE DISCHARGE OF ITS DUTIES.

DATED THIS 234 DAY OF OCTOBER, 1997.

PETER M. HODRIN

STATE OF FLORIDA ) SS

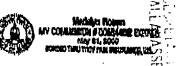
BEFORE ME, a Notary Public authorized in the county and state set forth above, personally appeared PETER M. HODKIN, known to me and known by me to be the person who, as Incorporator, executed the foregoing Articles of Incorporation of LARAJAY, INC., and he acknowledged before me that he executed those Articles of Incorporation. He is personally known to me.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal in the county and state aforesaid this day of October, 1997.

NOTARY PUBLIC State of Florida at Large

My Commission Expires:

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