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TO: DIVISION OF CORPORATIONS

FAX #: (850)922-4001

FROM: EMPIRE CORPORATE KIT COMPANY

ACCT#: 072450003255

CONTACT: RAY STORMONT

PHONE: (305)541-3694

FAX #: (305)541-3770

NAME: DIGITAL SHOP MANAGEMENT, INC.

AUDIT NUMBER.....H97000020162

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

CERT. OF STATUS...0

PAGES.....4

CERT. COPIES.....1

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CERTIFICATE OF INCORPORATION

OF

97 DEC -8 PM 1:24

DIGITAL SHOP MANAGEMENT, INC. SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FIRST: The name of the corporation is: **EFFECTIVE DATE**
1-1-1998

DIGITAL SHOP MANAGEMENT, INC.

SECOND: The principal office of the corporation is:

251 N.W. First Street
Deerfield Beach, Florida 33441-3313

THIRD: The nature of the business and objects and purposes proposed to be transacted, promoted and carried on are to do any and all things herein mentioned, as fully and to the same extent as natural persons might or could do, and in any part of the world, viz

" The purpose of the corporation is to engage in any lawful act or activity for which the corporation may be organized under the General Corporation Law of Florida."

FOURTH: The corporation shall have the authority to issue one hundred (100) shares of Common Stock, each share to have No Par Value. The shares may be issued for the consideration expressed in dollars as may be fixed from time to time by the Board of Directors.

FIFTH: The name and address of the sole incorporator of the corporation is as follows:

JAMES MANIERRE
251 N.W. First Street
Deerfield Beach, Florida 33441-3313

SIXTH: The name and address of the Designated Resident Agent of the corporation is:

JAMES MANIERRE
251 N.W. First Street
Deerfield Beach, Florida 33441-3313

This Certificate of Incorporation prepared by:

HOWARD R. SCHWARTZ, C.F.A.
1500 University Drive, Suite 243
Coral Springs, Florida 33071
(954) 752-1133

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SEVENTH: The effective date if this Corporation shall be January 1, 1998.


JAMES MANIERRE, sole incorporator

This Certificate of Incorporation prepared by:

HOWARD R. SCHWARTZ, C.P.A.
1500 University Drive, Suite 243
Coral Springs, Florida 33071

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CERTIFICATE DESIGNATING (OR CHANGING) PLACE OF BUSINESS OR DOMICILE FOR THE SERVICE OF PROCESS WITHIN THIS STATE, NAMING AGENT UPON WHOM PROCESS MAY BE SERVED.

In pursuance of Chapter 607.34, Florida Statutes, the following is submitted in compliance therewith:

FIRST: that DIGITAL SHOP MANAGEMENT, INC., desiring to organize under the laws of the State of Florida, with the principal office, as indicated in the Articles of Incorporation, and located in Broward County, Florida, at:

251 N.W. First Street
Deerfield Beach, Florida 33441-3313

has named

JAMES MANIERRE
251 N.W. First Street
Deerfield Beach, Florida 33441-3313

as its agent to accept service of process within this State.

SECOND: ACKNOWLEDGMENT (Must be signed by designated Agent). Having been named to accept service of process for the above named corporation, at the place designated in this Certificate, I hereby accept to act in this capacity, and agree to comply with the provisions of said Act relative to keeping open said office.


JAMES MANIERRE, Resident Agent

This Certificate Designating Resident Agent prepared by:

HOWARD R. SCHWARTZ, C.P.A.
1500 University Drive, Suite 243
Coral Springs, Florida 33071

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