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ACCOUNT NO. : 072100000032

REFERENCE : 660018 4723084

AUTHORIZATION :

Patricia Pizant

COST LIMIT : \$ 70.00

ORDER DATE : January 7, 1998

ORDER TIME : 10:14 AM

ORDER NO. : 660018-010

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CUSTOMER NO: 4723084

CUSTOMER: J. Bruce Irving, Esq
BAILEY & JONES, P.A.

Suite 300
501 Brickell Key Drive
Miami, FL 331312623

DOMESTIC FILING

NAME: COMPROVISION INTERNATIONAL,
INC.

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION
 CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

 CERTIFIED COPY
XX PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Jon A Bowling

EXAMINER'S INITIALS:

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 JAN-7 AM 11:46

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98 JAN-7 AM 10:51
DIVISION OF CORPORATIONS
[Signature]

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 JAN -7 AM 11:46

ARTICLES OF INCORPORATION
OF
COMPRAVISION INTERNATIONAL, INC.

The undersigned, acting as incorporator of a corporation under the Florida Business Corporation Act, adopts the following articles of incorporation:

1. The name of the Corporation is:

CompraVision International, Inc.

2. The address of the principal office of the Corporation and the mailing address of the Corporation is as follows:

4770 Biscayne Blvd.
Miami, Florida 33137

3. The number of shares which the Corporation is authorized to issue is one hundred thousand (100,000) shares of common stock, with a par value of one cent (\$0.01) each.

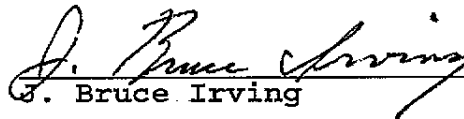
4. The street address of the Corporation's initial registered office is 501 Brickell Key Drive, Suite 300, Miami, Florida 33131-2608, and the name of its initial registered agent at that office is J. Bruce Irving.

5. The name and address of the incorporator is:

J. Bruce Irving
501 Brickell Key Drive
Suite 300
Miami, Florida 33131-2608

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Dated: January 6, 1998


J. Bruce Irving

The undersigned, J. Bruce Irving, having been designated to act as registered agent of Compravision International, Inc., hereby agrees to act in that capacity.


J. Bruce Irving

JB/I/hjh
833356
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