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FROM: ACE INDUSTRIES, INC.
CONTACT: PAM FRIEDMAN
PHONE: (305) 358-2571

ACCT#: 070744001530

FAX #: (305) 358-7832

NAME: S.C.P., INC.

AUDIT NUMBER.....H98000001015

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

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January 16, 1998

ACE INDUSTRIES INC

,

SUBJECT: SYL, INC.
REF: W98000001107

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H98-1015

ARTICLES OF INCORPORATION

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TALLAHASSEE FLORIDA

Article 1: Name of Corporation S.G.P. FORM, INC.
Address of Corporation 11001 MIDDLE GOLF COURT
TAMARAC, FLORIDA 33321

Article 2: CAPITAL STOCK: The number of shares which the corporation has authorized to be outstanding at any one time is 1,000, with a par value of \$100.00. (PAR VALUE IS NOT REQUIRED).

Article 3: REGISTERED AGENT: SYLVAIN PAUL
and
REGISTERED OFFICE: 11001 MIDDLE GOLF COURT
TAMARAC, FLORIDA 33321

I am familiar with and hereby accept the duties and responsibilities as Registered Agent for said corporation.


Signature of Registered Agent

12/22/97

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. SYLVAIN PAUL 11001 MIDDLE GOLF COURT, TAMARAC, FLORIDA 33321

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

SYLVAIN PAUL

11001 MIDDLE GOLF COURT

TAMARAC, FLORIDA 33321

In witness whereof, I have subscribed my name


Signature of Incorporator

SYLVAIN PAUL

Prepared by:
Ace Industries, Inc.
54 NW 11th Street
Miami, FL 33136
(305) 358-2571

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