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FLORIDA DIVISION OF CORPORATIONS

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NAME: TOPPERS OF SOUTH FLORIDA, INC.  
AUDIT NUMBER.....H98000003847  
DOC TYPE.....FLORIDA PROFIT CORPORATION OR P.A.  
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ARTICLES OF INCORPORATION  
OF  
TOPPERS OF SOUTH FLORIDA, INC.

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CLERK OF STATE  
PALM BEACH, FLORIDA

The undersigned subscriber to these Articles of Incorporation, a natural person competent to contract, hereby forms a corporation under the laws of the State of Florida.

ARTICLE I. NAME

The name of the Corporation shall be Toppers of South Florida, Inc. The principal place of business shall be 2951 N.E. 23 Street, Pompano Beach, Florida 33062.

ARTICLE II. NATURE OF BUSINESS

The Corporation may engage in or transact all lawful activities or businesses permitted under the laws of the United States, the State of Florida, or any other state, country, territory or nation.

ARTICLE III. CAPITAL STOCK

The total number of shares of capital stock of all classes which the Corporation shall have authority to issue is one million (1,000,000) shares of common stock, \$0.01 par value per share.

ARTICLE IV. REGISTERED AGENT

The street address of the initial registered office of the Corporation shall be 1700 Palm Beach Lakes Boulevard, Suite 580, West Palm Beach, Florida 33401 and the name of the initial registered agent of the Corporation at that address is Mark H. Mirkin, Esq.

ARTICLE V. TERM OF EXISTENCE

The Corporation shall exist perpetually.

ARTICLE VI. DIRECTORS

The Corporation shall have one (1) director initially. The name and address of the initial member of the Board of Directors are Stephen F. Molinari, 2951 N.E. 23 Street, Pompano Beach, Florida 33062.

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Prepared by: Mark H. Mirkin, Esq.  
FL Bar No.: 464694  
Mirkin & Woolf, P.A.  
1700 Palm Beach Lakes Blvd. #580  
West Palm Beach, FL 33401  
(561) 687-4460  
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ARTICLE VII. INCORPORATOR

The name and address of the incorporator to these Articles of Incorporation are Mark H. Mirkin, Esq., 1700 Palm Beach Lakes Boulevard, Suite 580, West Palm Beach, Florida 33401.

IN WITNESS WHEREOF, the undersigned has hereunto set his hand and seal on this 25th day of February, 1998.

  
\_\_\_\_\_  
Mark H. Mirkin, Esq.

Prepared by: Mark H. Mirkin, Esq.  
FL Bar No.: 464694  
Mirkin & Woolf, P.A.  
1700 Palm Beach Lakes Blvd. #580  
West Palm Beach, FL 33401  
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**CERTIFICATE DESIGNATING PLACE OF BUSINESS  
OR DOMICILE FOR THE SERVICE OF PROCESS  
WITHIN THIS STATE, NAMING AGENT UPON WHOM  
PROCESS MAY BE SERVED**

The following is submitted in accordance with the requirements of Chapter 48.091, Florida Statutes:

TOPPERS OF SOUTH FLORIDA, INC., desiring to organize under the laws of the State of Florida with its registered office address, as indicated in the Articles of Incorporation, as 1700 Palm Beach Lakes Boulevard, Suite 580, West Palm Beach, Florida 33401, has named MARK H. MIRKIN, ESQ. as its agent to accept service of process within this State.

**ACKNOWLEDGEMENT**

Having been named to accept service of process for the above-stated Corporation at the place designated in this Certificate, I hereby accept to act in this capacity and agree to comply with the provisions of Chapter 48.091, F.S., relative to keeping open said office.

  
Mark H. Mirkin

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98 FEB 25 AM 7:50  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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