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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: MADDALENA CORP.

AUDIT NUMBER.....H98000005976

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

CERT. OF STATUS..0

PAGES.....4

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TALLAHASSEE FLORIDA

B. McKnight MAR 27 1998

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ARTICLES OF INCORPORATION

OF

MADDALENA CORP.

The undersigned incorporator does hereby make, subscribe, file and acknowledge the following Articles of Incorporation for the purpose of organizing a corporation under the Florida Business Corporation Act ("Act").

ARTICLE I

NAME OF CORPORATION

The name of the Corporation shall be:

MADDALENA CORP.

ARTICLE II

PRINCIPAL OFFICE AND MAILING ADDRESS

The principal office and the mailing address of this Corporation is 609 First Key Drive, Ft. Lauderdale, Florida 33304

ARTICLE III

AUTHORIZED SHARES

The total authorized capital stock of this Corporation shall consist of 1,000 shares of Common Stock, par value \$.01 per share.

ARTICLE IV

INITIAL REGISTERED AGENT AND ADDRESS

The street address of the initial registered office of this Corporation in the State of Florida is 609 First Key Drive, Ft. Lauderdale, Florida 33304, and the initial registered agent of this Corporation at that address shall be Alan Gainsford.

Prepared by:

Benjamin R. Schulman

4651 Sheridan St. Ste. 325

Hollywood Florida 33021

(954) 863-2773

FBN-0607967

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ARTICLE V

INCORPORATOR

The name and street address of the person signing these Articles of Incorporation is:

GEOFFREY SHARPE
~~Jeffrey Sharp~~
21276 Greenwood Court
Boca Raton, FL 33433

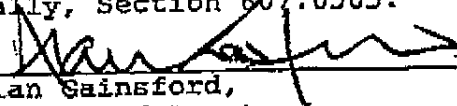
IN WITNESS WHEREOF, I have hereunto subscribed my hand and seal this ___ day of 23 MARCH, 1998.


~~Jeffrey Sharp~~, Incorporator
GEOFFREY SHARPE

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THE UNDERSIGNED, named as the registered agent in Article IV of these Articles of Incorporation, hereby accepts the appointment as such registered agent, and acknowledges that he is familiar with, and accepts the obligations imposed upon registered agents under the Act, including, specifically, Section 607.0505.


Alan Gainsford,
Registered Agent

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TALLAHASSEE FLORIDA

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