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FLORIDA DIVISION OF CORPORATIONS
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TO: DIVISION OF CORPORATIONS

FAX #: (850)922-4001

FROM: CORPORATE CREATIONS INTERNATIONAL INC.

ACCT#: 110432003053

CONTACT: LUIS URIARTE

PHONE: (305)672-0686

EFFECTIVE DATE

FAX #: (305)672-9110

4-28-98

NAME: FLAGLER TEAM, INC.

AUDIT NUMBER.....H98000008069

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

CERT. OF STATUS..1

PAGES.....(4)

CERT. COPIES.....0

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ARTICLES OF INCORPORATION

Article I. Name

The name of this Florida corporation is:
Flagler Team, Inc.

EFFECTIVE DATE

4-28-98

Article II. Address

The mailing address of the Corporation is:
Flagler Team, Inc.
16400 NW 2nd Ave., Suite 203
North Miami Beach FL 33169

Article III. Registered Agent

The name and address of the registered agent of the Corporation is:
Neal Sklar
20936 Bay Court, Suite 324
Aventura FL 33180

Article IV. Board of Directors

The name of each member of the Corporation's Board of Directors is:

Oscar Sklar
Marc A. Osheroff

The affairs of the Corporation shall be managed by a Board of Directors consisting of no less than one director. The number of directors may be increased or decreased from time to time in accordance with the Bylaws of the Corporation. The election of directors shall be done in accordance with the Bylaws. The directors shall be protected from personal liability to the fullest extent permitted by applicable law.

Neal Sklar | FL Bar Member 980757
Law Office of Neal Sklar
20936 Bay Court, Suite 324
Aventura FL 33180
305-940-6645

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Article V. Capital Stock

The Corporation shall have the authority to issue 2,000 shares of common stock, par value \$.01 per share.

Article VI. Incorporator

The name and address of the incorporator is:

Neal Sklar
Law Office of Neal Sklar
20936 Bay Court, Suite 324
Aventura FL 33180

Article VII. Corporate Existence

These Articles of Incorporation shall become effective and the corporate existence will begin on April 28, 1998.

The undersigned incorporator executed these Articles of Incorporation on April 29, 1998.



NEAL SKLAR
by L.A. Uriarte as attorney-in-fact

Neal Sklar | FL Bar Member 980757
Law Office of Neal Sklar
20936 Bay Court, Suite 324
Aventura FL 33180
305-940-6645

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**CERTIFICATE OF DESIGNATION
REGISTERED AGENT/OFFICE**

CORPORATION:

Flagler Team, Inc.

REGISTERED AGENT/OFFICE:

Neal Sklar
20936 Bay Court, Suite 324
Aventura FL 33180

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I agree to act as registered agent to accept service of process for the corporation named above at the place designated in this Certificate. I agree to comply with the provisions of all statutes relating to the proper and complete performance of the registered agent duties. I am familiar with and accept the obligations of the registered agent position.



NEAL SKLAR
by L.A. Uriarte as attorney-in-fact

Date: April 29, 1998

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