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Office Use Only

CORPORATION NAME(S) & DOCUMENT NUMBER(S), (if known):

| (Corpo | ration Name) | (Document #) | | |
|--|---------------------------------------|---------------------------|--------------------------------|-----------------|
| 2. (Corpo | oration Name) | (Document #) | | |
| 3. (Corpo | oration Name) | (Document #) | - | |
| 4(Corpo | oration Name) | (Document #) | | |
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| NEW FILINGS | AMENDMENTS | | | LA SULLA |
| The second secon | AMENDMENTS Amendment | | | 98 JUN -1 |
| Profit | 1 1 1 1 1 1 1 1 1 1 1 1 1 1 1 1 1 1 1 | | | CO 4. |
| Profit NonProfit | Amendment | fficer/ Director | | |
| Profit NonProfit Limited Liability Domestication | Amendment Resignation of R.A., C | fficer/ Director Agent | | JUN -1 AH 9: 53 |

| OTHER FILINGS |
|------------------|
| Annual Report |
| Fictitious Name |
| Name Reservation |

| REGISTRATION/ QUALIFICATION |
|-----------------------------|
| Foreign |
| Limited Partnership |
| Reinstatement |
| Trademark |
| Other |

1.398

Examiner's Initials

MOM

FORM I

CERTIFICATE OF INCORPORATION

OF

MAS Management Services, Inc.

THE UNDERSIGNED, being over the age of eighteen years, in order to form a corporation pursuant to the provisions of the Corporate Code, hereby certifies as follows:

| FIRST | |
|----------------|--|
| IDENTIFICATION | |
| | |

The name of the corporation, hereinafter referred to as the "Corporation," is <u>MAS Management Services</u>

SECOND

PERIOD OF EXISTENCE

The period during which the corporation shall continue is perpetual.

THIRD
REGISTERED OFFICE AND REGISTERED AGENT

The address of the initial registered of the Corporation is 300 N. AIA MIOS Jupiter FL 33477 and the name and address (if different) of the initial registered agent therein and in charge thereof, upon whom process against the Corporation may be served, is Janet May 300 N. AIA MIOS Jupiter, FL 33477

FOURTH PURPOSE

The purpose of the Corporation is to engage in any or all lawful business for which corporations may be organized under the provisions of the General Corporation Law of Delaware.

FIFTH SHARES

(1500)

The total authorized capital stock of the Corporation is One Housand, Five hundred shares having a shares having a shares of said shares may be issued by the Corporation from time to time and for such consideration as may be determined upon or fixed by the Board of Directors, as provided by law.

SIXTH INCORPORATOR'S ADDRESS

The name and post office address of the Incorporator of the Corporation is as follows:

300 N. AIA MIOS

Jupiter FC 33477

98 JUN - 1 AM 9: 53
DIVISION OF CURIFFORATIONS
TALLAHASSEE, FLORIDA

SEVENTH DIRECTORS

The powers of the incorporator are to terminate upon the filing of this Certificate of Incorporation and the name(s) and mailing addresses of persons who are to serve as director(s) until the first meeting of stockholders or until their successors are elected and qualify are as follows:

Daniel Siddell, 2/05 Cove Lane Juno Beach, FL 33408

EIGHTH INDEMNITY

Directors of the corporation shall not be liable to either the corporation or its stockholders for monetary damages for a breach of fiduciary duties unless the breach is one which invokes: (1) a director's duty of loyalty to the corporation or its stockholders; (2) acts or omissions not in good faith or which involve intentional misconduct or a knowing violation of law; (3) liability for unlawful payments of dividends or unlawful stock purchases or redemption by the corporation; or (4) a transaction from which the director derived an improper personal benefit.

| The effective date of this Certificate of Incorporation shall be 6/1/98 | |
|--|---|
| IN WITNESS WHEREOF, the undersigned Incorporator has caused this Certificate of Incorporation to be executed as | 0 |
| 6/1/98 | |
| I HEREBY AM FAMILIAR WITH AND ACCEPT THE DUTIES AND RESPONSIBILITIES AS REGISTERED AGENT. (Incorporator) / REGISTERED AGENT | |