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FLORIDA DIVISION OF CORPORATIONS

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TO: DIVISION OF CORPORATIONS
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FAX #:

FROM: BLUMBERG/EXCELSIOR CORPORATE SERVICES, INC.
075350000353

ACCT#:

CONTACT: CATHY LEACH

PHONE: (212)431-5000

FAX #:

(212)431-5111

NAME: CBA PROMOTION & DEVELOPMENT, INC.

AUDIT NUMBER.....H98000011228

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

CERT. OF STATUS..0

PAGES..... 2

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

F. CHESSEB JUN 17 1998

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**ARTICLES OF INCORPORATION
OF**

CBA PROMOTION & DEVELOPMENT, INC.

FILED
98 JUN 16 PM 4:00
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

THE UNDERSIGNED sole incorporator, being a natural person competent to contract and desiring to form a corporation under Title XXXV, Chapter 607 of the revised Florida Statutes, herewith submits the following information:

1. The name of the corporation is : ***CBA PROMOTION & DEVELOPMENT, INC.***
2. The duration of the corporation shall be perpetual.
3. The general purpose or purposes for which this corporation is being formed are to include the transaction of any or all lawful business for which corporations may be incorporated under this chapter.
4. The aggregate number of shares which the corporation shall have authority to issue is ***1000*** shares, at ***no par value*** and of one class.
5. The principal address and mailing address of the corporation will be: ***4435 Old Winter Garden Road, Orlando, Florida 32802*** and the name of its initial registered agent at such address is:
BlumbergExcelsior Corporate Services, Inc.

The name and address of the sole incorporator is: ***Jean M. Sherett***
c/o BlumbergExcelsior Corporate Services, Inc.
62 White Street, New York, New York 10013

IN WITNESS WHEREOF, the undersigned, as sole incorporator of this corporation has executed these Articles of Incorporation.

Dated: ***June 16th, 1998.***

BlumbergExcelsior
62 White St
NY, NY 10013
212-431-5000


Jean M. Sherett
Sole Incorporator

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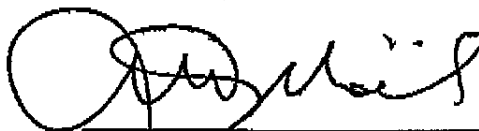
ACCEPTANCE OF APPOINTMENT

AS

REGISTERED AGENT

I, the undersigned, do hereby accept appointment as Registered Agent of
CBA PROMOTION & DEVELOPMENT, INC., the within named corporation.

Dated: *June 16th, 1998.*



By: *Marc D. Moel, Esq.*
Assistant Secretary

For: **BlumbergExcelsior Corporate Services, Inc.**
Its Agent

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98 JUN 16 PM 4:00

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

BlumbergExcelsior
62 White St
NY, NY 10013
212-431-5000

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