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7/06/98

FLORIDA DIVISION OF CORPORATIONS
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TO: DIVISION OF CORPORATIONS

FAX #: (850)922-4001

FROM: ACE INDUSTRIES, INC.

ACCT#: 070744001530

CONTACT: PAM FRIEDMAN

PHONE: (305)358-2571

FAX #: (305)358-7832

NAME: THE CUBE FACTORY INC.

AUDIT NUMBER.....H98000012399

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

CERT. OF STATUS..0

PAGES..... 1

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ARTICLES OF INCORPORATION

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Article 1: Name of Corporation: THE CUBE FACTORY INC.

Address of Corporation: 2206 WEST ATLANTIC AVENUE, #201
DELRAY BEACH, FL 33445

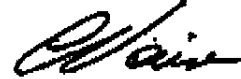
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Article 2: CAPITAL STOCK: The number of shares which the corporation has authorized to be outstanding at any one time is 1,000 , with a par value of \$1.00 .
(PAR VALUE IS NOT REQUIRED).

Article 3: REGISTERED AGENT: CECILE VAISER

REGISTERED OFFICE: 2206 WEST ATLANTIC AVENUE, #201
DELRAY BEACH, FL 33445

* I am familiar with and hereby accept the duties and responsibilities as Registered Agent for said corporation.



07 / 02 / 98
Date


Signature of Registered Agent

Article 4: The Board of Directors are: (Board of Directors is NOT REQUIRED).
First listed is President, second is Vice President, then Secretary/Treasurer.

- 1.
- 2.
- 3.

Article 5: The NAME and ADDRESS of the INCORPORATOR is:

CECILE VAISER
2206 WEST ATLANTIC AVENUE, #201
DELRAY BEACH, FL 33445



In witness whereof, I have subscribed my name:

Signature of Incorporator

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Prepared by: Ace Industries, Inc., 54 NW 11th Street, Miami, FL 33136, (305) 358-2571