

7/10/98

FLORIDA DIVISION OF CORPORATIONS
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TO: DIVISION OF CORPORATIONS

FAX #: (850)922-4001

FROM: ACE INDUSTRIES, INC.
CONTACT: FAM FRIEDMAN
PHONE: (305)358-2571

ACCT#: 070744001530

FAX #: (305)358-7832

NAME: ROMONT MANAGEMENT GROUP CO.
AUDIT NUMBER.....H98000012838
DOC TYPE.....FLORIDA PROFIT CORPORATION OR P.A.
CERT. OF STATUS..0 PAGES..... 1
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TALLAHASSEE, FLORIDA

H98-12838

ARTICLES OF INCORPORATION

Article 1: Name of Corporation: ROMONT MANAGEMENT GROUP CO.

Address of Corporation: 8340 NORTHEAST 2nd AVENUE, SUITE 250
MIAMI, FL 33138

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: RON LAURENT

REGISTERED OFFICE: 8340 NORTHEAST 2nd AVENUE, SUITE 250
MIAMI, FL 33138

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

07 / 09 / 98
Date


Signature of Registered Agent

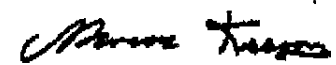
Article 4: The Board of Directors are: (Board of Directors is NOT REQUIRED).
First listed is President, second is Vice President, then Secretary/Treasurer.

1. RON LAURENT, 15651 SOUTHWEST 141st COURT, MIAMI, FL 33177
2. MOREEN KISSOON, 15651 SOUTHWEST 141st COURT, MIAMI, FL 33177
- 3.

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

MOREEN KISSOON
8340 NORTHEAST 2nd AVENUE, SUITE 250
MIAMI, FL 33138

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