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ACCOUNT NO. : 072100000032

REFERENCE : 899742 81253A

AUTHORIZATION :

*Patricia Pizit*

COST LIMIT : \$ 122.50

ORDER DATE : July 21, 1998

ORDER TIME : 12:08 PM

ORDER NO. : 899742-005

CUSTOMER NO. : 81253A

CUSTOMER: Theodore R. Nelson, Esq  
NELSON & FELDMAN

1135 Kane Concourse

Bay Harbor Isl, FL 33154

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FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
98 JUL 24 AM 10:47

DOMESTIC FILING

NAME: SYDEL SINGER FAMILY  
CORPORATION

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION  
       CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

       CERTIFIED COPY  
XX PLAIN STAMPED COPY  
       CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Cassandra Bryant

EXAMINER'S INITIALS:

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ARTICLES OF INCORPORATION  
OF  
SYDEL SINGER FAMILY CORPORATION

The undersigned incorporator hereby forms a corporation under Chapter 607 of the laws of the State of Florida.

ARTICLE I. NAME

The name of the corporation shall be:

SYDEL SINGER FAMILY CORPORATION

The address of the principal office of this corporation shall be 1135 Kane Concourse, Bay Harbor Islands, Florida 33154, and the mailing address of the corporation shall be the same.

ARTICLE II. NATURE OF BUSINESS

This corporation may engage or transact in any or all lawful activities or business permitted under the laws of the United States, the State of Florida or any other state, country, territory or nation.

ARTICLE III. CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is 50 shares of common stock having no par value per share.

ARTICLE IV. REGISTERED AGENT

The street address of the initial registered office of the corporation shall be 1201 Hays Street, Tallahassee, Florida 32301, and the name of the initial registered agent of the corporation at that address is Corporation Service Company.

ARTICLE V. TERM OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE VI. OFFICERS

The name and addresses of the initial officers of the corporation who shall hold office for the first year of the corporation, or until their successors are elected or appointed are:

Kenneth Walker Pres.	440 East 56th Street, New York, New York 10022
Theodore R. Nelson, Esq. Sec./Treas.	1135 Kane Concourse, Bay Harbor Islands, Florida 33154

ARTICLE VII. INCORPORATOR

The name and street address of the incorporator to these Articles of Incorporation:

Corporation Service Company  
1201 Hays Street  
Tallahassee, Florida 32301

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IN WITNESS WHEREOF, the undersigned agent of  
Corporation Service Company, has hereunto set their hand  
and seal of Corporation Service Company on July 23, 1998.

CORPORATION SERVICE COMPANY

By: Karen B. Rozar  
Its Agent, Karen B. Rozar

ACCEPTANCE OF REGISTERED AGENT DESIGNATED  
IN ARTICLES OF INCORPORATION

Corporation Service Company, a Delaware  
corporation authorized to transact business in this  
State, having a business office identical with the  
registered office of the corporation named above, and  
having been designated as the Registered Agent in the  
above and foregoing Articles, is familiar with and  
accepts the obligations of the position of Registered  
Agent under Section 607.0505, Florida Statutes.

CORPORATION SERVICE COMPANY

By: Karen B. Rozar  
Its Agent, Karen B. Rozar

CLBD