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TRANSMITTAL LETTER

Department of State
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

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-08/17/98--01021--020
***122.50 ***122.50

SUBJECT: SONCO, Inc
(proposed corporate name)

Enclosed please find an original and one (1) copy of the articles of incorporation for the above corporation and check in the amount of \$ 122.50.

FROM:

Miller + Hollander
Name

315 NE 3rd Ave 2nd Floor
Address

Fort Lauderdale FL 33301
City, State, & Zip

(954) 462 7979
Telephone Number

Dmc
8/19/98

FILED
98 AUG 17 AM 9:47
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Note: Additional copy of articles is needed only when certified copy is requested.

FILED

98 AUG 17 AM 9:47

ARTICLES OF INCORPORATION
OF
SONCO, INC.

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned subscriber to these Articles of Incorporation, hereby forms this corporation under the Laws of the State of Florida.

Article I-Corporate Name

SONCO, INC.

Article II- Duration

This corporation shall exist perpetually unless dissolved according to Florida Law.

Article III-Purpose

The corporation is organized for purpose of engaging in any business or activity permitted under the laws of the State of Florida and the United States.

Article IV-Capital Stock

The Corporation is authorized to issue 5000 shares of common stock of \$1.00 par value, which shall be designated "Common Stock."

Article V-Initial Registered Agent and Office

Sonia Levak
1112 Weston Road
Suite 134
Weston, FL 33326

Article VI-Principal Mailing Address of Corporation

Sonia Levak
1112 Weston Road
Suite 134
Weston, FL 33326

Article VII-Initial Board of Directors

This corporation shall consist of one director initially, but shall never have less than one. The names of the initial directors are:

Sonia Levak

Article VIII-Incorporators

The name and address of the incorporator signing these Articles of Incorporation is:

Sonia Levak
1112 Weston Road
Suite 134
Weston, FL 33326

Signed:

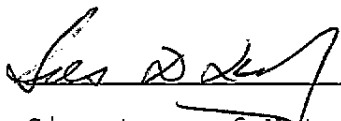


Sonia Levak

State of Florida
County of Broward

Before me a Notary Public authorized to take acknowledgements in the State and County set forth above, appeared _____, personally known to me or produced identification, Drivers License, who executed the foregoing Articles of Incorporation, and who acknowledged before me that he executed these Articles of Incorporation.

I hereby affix my hand and seal, in the State and County aforesaid this 12 day of August, 1998.



Signature of Notary

SOSAN D. LASKY

Printed Name of Notary

My commission expires:

PAY TO THE ORDER OF
NATIONSBANK, N.A.
063100277
FOR DEPOSIT ONLY
MILLER AND HOLLANDER
ATTORNEY TRUST ACCOUNT

FILED
98 AUG 17 AM 9:47
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

CERTIFICATE AND ACKNOWLEDGEMENT OF REGISTERED AGENT
OF
SONCO, INC.

Pursuant to Florida Statute Section 48.091 and 607.0501, the following is submitted:

The above corporation, desiring to organize under the laws of the State of Florida with its registered office as indicated in the Articles of Incorporation at:

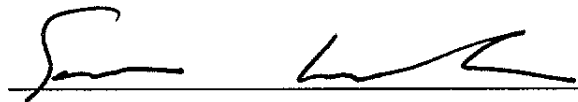
1112 WESTON ROAD
SUITE 134
WESTON, FL 33326

has named: SONIA LEVAK

located at the aforesaid address, as its Registered Agent to accept service of process within the State.

Acknowledgement:

Having been named as Registered Agent to accept service of process for the above stated corporation at the place designated in this certificate, and being familiar with the obligations of that position, I hereby accept to act in this capacity, and agree to comply with the provisions of Florida Law in keeping open said office.



Registered Agent