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Florida Department of State

Division of Corporations
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To:
Division of Corporations
Fax Number : (850)922-4001

EFFECTIVE DATE
8-24-98

From:
Account Name : CORPORATE CREATIONS INTERNATIONAL INC.
Account Number : 110432003053
Phone : (305)672-0686
Fax Number : (305)672-9110

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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FLORIDA PROFIT CORPORATION OR P.A.

Acorn Alternatives, Inc.

Certificate of Status	1
Certified Copy	0
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ARTICLES OF INCORPORATION

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Article I. Name

The name of this Florida corporation is:
Acorn Alternatives, Inc.

Article II. Address

The mailing address of the Corporation is:
Acorn Alternatives, Inc.
21400 Tudor Drive
Boca Raton FL 33486 PALM BEACH

Article III. Registered Agent

The name and address of the registered agent of the Corporation is:
Jay A. Unger
713 SE 4th Street Suite A
Boynton Beach FL 33435

Article IV. Board of Directors

The name of each member of the Corporation's Board of Directors is:
Carl Cannizzaro

The affairs of the Corporation shall be managed by a Board of Directors consisting of no less than one director. The number of directors may be increased or decreased from time to time in accordance with the Bylaws of the Corporation. The election of directors shall be done in accordance with the Bylaws. The directors shall be protected from personal liability to the fullest extent permitted by applicable law.

Jay A. Unger | FL Bar Member 129313
Law Offices of Jay A. Unger
P.O. Box 538
Boynton Beach FL 33425-0538
561-731-5927

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Article V. Capital Stock

The Corporation shall have the authority to issue 2,000 shares of common stock, par value \$.01 per share.

Article VI. Incorporator

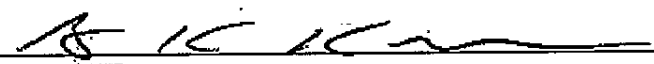
The name and address of the incorporator is:

Jay A. Unger
Law Offices of Jay A. Unger
P.O. Box 538
Boynton Beach FL 33425-0538

Article VII. Corporate Existence

These Articles of Incorporation shall become effective and the corporate existence will begin on August 24, 1998.

The undersigned incorporator executed these Articles of Incorporation on August 25, 1998.


JAY A. UNGER
by G.K. Kuroda as attorney-in-fact

Jay A. Unger | FL Bar Member 129313
Law Offices of Jay A. Unger
P.O. Box 538
Boynton Beach FL 33425-0538
561-731-5927

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**CERTIFICATE OF DESIGNATION
REGISTERED AGENT/OFFICE**

CORPORATION:

Acorn Alternatives, Inc.

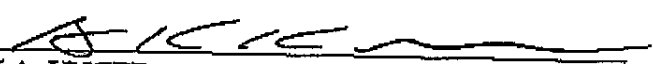
REGISTERED AGENT/OFFICE:

Jay A. Unger

713 SE 4th Street Suite A

Boynton Beach FL 33435

I agree to act as registered agent to accept service of process for the corporation named above at the place designated in this Certificate. I agree to comply with the provisions of all statutes relating to the proper and complete performance of the registered agent duties. I am familiar with and accept the obligations of the registered agent position.


JAY A. UNGER

by G.K. Kuroda as attorney-in-fact

Date: August 25, 1998.

Jay A. Unger | FL Bar Member 129313
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