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Florida Department of State

Division of Corporations

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Division of Corporations Fax Number

: (850)922-4001

Account Name

: EMPIRE CORPORATE KIT COMPANY

Account Number : 072450003255 Phone

: (305)541-3694

Fax Number

: (305)541-3770

FLORIDA PROFIT CORPORATION OR P.A.

DIXIE MANAGEMENT SERVICES OF FLORIDA, INC.

Certificate of Status	0
Certified Copy	1
Page Count	05
Estimated Charge	\$78,75

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ARTICLES OF INCORPORATION

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SECRETARY OF STATE TALLAHASSEE, FLORIDA

DIXIE MANAGEMENT SERVICES OF FLORIDA, INC.

ARTICLE I - NAME

The name of this corporation is DIXIE MANAGEMENT SERVICES OF FLORIDA, INC.

ARTICLE II - EFFECTIVE DATE

These Articles of Incorporation shall be effective upon their filing with the Florida Division of Corporations.

ARTICLE III - DURATION

This corporation shall have perpetual existence.

ARTICLE IV - PURPOSE

This corporation is organized for the purpose of transacting any and all lawful business.

ARTICLE V - CAPITAL STOCK

This corporation is authorized to issue One Thousand (1,000) shares of Five Dollar (\$5.00) par value common stock.

ARTICLE VI - VOTING RIGHTS

Except as otherwise provided by law, the entire votig power for the election of directors and for all other purposes shall be vested exclusively in the holders of the outstanding common shares.

Ronald E. Shnider, Esq. FL BAR NO: 149153 RONALD E. SHNIDER, P.A. 7770 W. Oakland Park Blvd., #100 Sunrise, FL 33351

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ARTICLE VII - PREEMPTIVE RIGHTS

Every shareholder, upon the sale for cash of any new stock of this corporation of the same kind, class or series as that which he already holds, shall have the right to purchase his pro rata share thereof (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

ARTICLE VIII - REGISTERED OFFICE AND AGENT AND PRINCIPAL PLACE OF BUSINESS

The initial street address of the corporation's registered office is: 7770 West Oakland Park Blvd., Suite 100, Sunrise, Plorida 33351 and the name of the registered agent of this corporation at said address is: Ronald E. Shnider. The initial principal place of business of the corporation is: 7770 West Oakland Park Blvd., Suite 100, Sunrise, Florida 33151.

ARTICLE IX - INITIAL BOARD OF DIRECTORS

This corporation shall have one director initially. The number of directors may be either increased or decreased from time to time by the Bylaws, but shall never be less than one. The name and address of the initial directors of this corporation are as follows:

RONALD E. SHNIDER 7770 West Oakland Park Blvd., #100 Sunrise, FL 33351

ARTICLE X - INCORPORATORS

The name and address of the person signing these Articles is:

RONALD E. SHNIDER
7770 West Oakland Park Blvd., \$100
Sunrise, FL 33351

ARTICLE XI - INITIAL OFFICERS

This corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment hereto, and any right conferred upon the shareholders is subject to this reservation.

IN WITNESS WHEREOF, the undersigned has executed these Articles of

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Incorporation on this 5th day of October

SHNIDER

STATE OF FLORIDA

The foregoing instrument was acknowledged before me this <u>5th</u> day of October, 1998, by RONALD E. SHNIDER, who is personally known to COUNTY OF BROWARD me -

Notary Public PRINTED NAME:

Boscira Teltai MY COMMISSION & CC577348 EXPIRES November 9, 2000 Honded Three Trade Fall Redurance, Inc.

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CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE SERVICE OF PROCESS WITHIN FLORIDA. NAMING AGENT UPON WHOM PROCESS MAY BE SERVED

In pursuance of Chapter 607.34, Florida Statutes, the following is submitted in compliance with said Act:

That DIXIE MANAGEMENT SERVICES OF FLORIDA, INC., desiring to organize or qualify under the Laws of the State of Florida, with its principal office as indicated in the Articles of Incorporation in the City of Sunrise, County of Broward, State of Florida, has named RONALD E. SHNIDER, located at 7770 West Oakland Park Blvd., 100, Sunrise, FL 33351, County of Broward, State of Florida, as its acent to accent sources of process within this state. its agent to accept service of process within this state. SERVICES

DIXIE FLORIDA

RONALD E. SHNIDER, Incorporator Date: October 5, 1998

Having been named to accept service of process for the above stated Corporation, at the place designated in this Certificate, I hereby agree to act in this capacity, and agree to comply with the provisions of said Act relative to keeping open

said office.

Registered Agent RONALD E. SHNIDER,

Date: October 5, 1998