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ACCOUNT NO. : 072100000032

REFERENCE : 989302 81609A

AUTHORIZATION : Patricia Pizoto

COST LIMIT : \$ 70.00

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 OCT -8 PM 2:43

ORDER DATE : October 8, 1998

ORDER TIME : 10:56 AM

ORDER NO. : 989302-005

CUSTOMER NO: 81609A

CUSTOMER: Hilda M. Porro, Esq
HILDA M. PORRO, P.A.
HILDA M. PORRO, P.A.
Suite E
12769 W. Forest Hill Boulevard
Wellington, FL 33414

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DOMESTIC FILING

NAME: EMERALD ROOM, INC.

EFFECTIVE DATE:

- ARTICLES OF INCORPORATION
- CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

- CERTIFIED COPY
- PLAIN STAMPED COPY
- CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Janice Vanderslice

EXAMINER'S INITIALS:

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ARTICLES OF INCORPORATION

WE, THE UNDERSIGNED, hereby associate ourselves together for the purpose of becoming a corporation under the laws of the state of Florida providing for the formation, liability, rights, privileges and immunities of corporations for profit.

ARTICLES I, NAME

The name of this corporation shall be:

EMERALD ROOM, INC.

ARTICLES II, NATURE OF BUSINESS

This corporation may engage in any activity or business permitted under the laws of the United States and the State of Florida.

ARTICLE III, CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any time is One hundred (100) shares of common stock, of one dollar (\$1.00) par value.

ARTICLE IV, INITIAL CAPITAL

The amount of capital with which this corporation will begin business will not be less than One hundred (\$100.) dollars.

ARTICLE V, TERM OF EXISTENCE

The corporation is to have perpetual existence.

ARTICLE VI, ADDRESS

The initial street address in the State of the principal office of the corporation shall be: 12769 West Forest Hill Blvd Ste E
Wellington, Florida 33414

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The Board of Directors may from time to time move the principal office to any other address in Florida.

ARTICLE VII, INITIAL BOARD OF DIRECTORS

This corporation shall have 1 Director initially. The number of Directors may be either increased or diminished by the by-laws adopted by the shareholders but shall never be less than one. The name and address of the initial Director of this Corporation is:

Geoffrey S. Blanchette
12769 West Forest Hill Blvd. Ste E
Wellington, Florida 33414

ARTICLE VIII, INCORPORATOR

The name and address of the incorporator:

Geoffrey S. Blanchette
12769 West Forest Hill Blvd Ste E
Wellington, Florida 33414

ARTICLE IX, BY-LAWS

The power to adopt, alter, amend or repeal bylaws shall be vested in the board of directors and shareholders.

ARTICLE X, AMENDMENT

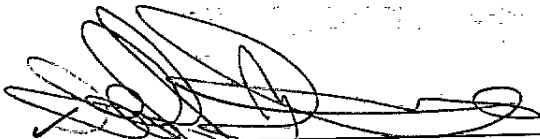
This corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment to them, and any right conferred upon the shareholder is subject to this reservation.

ARTICLE XI, SUB CHAPTER S CORPORATION

This corporation may be a Sub-Chapter S Corporation as defined by the Internal Revenue Code.

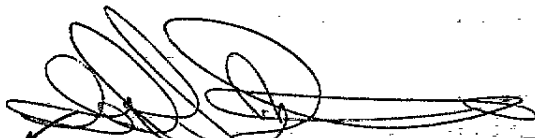
ARTICLE XII, REGISTERED AGENT AND REGISTERED OFFICE

The Registered Agent, Geoffrey S. Blanchette at 12769 West Forest Hill Blvd Ste E, Wellington, Florida 33414, accepts this position signed below:



Geoffrey S. Blanchette

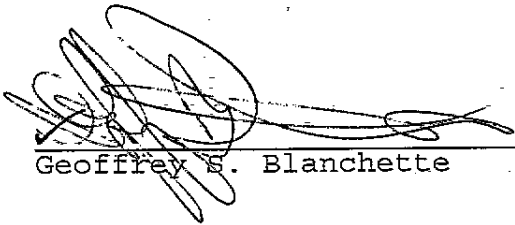
The registered office will be located at 12769 West Forest Hill Blvd Ste E, Wellington, Florida 33414.



Geoffrey S. Blanchette

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In witness whereof, the undersigned, as subscribing incorporators, have hereinto set our hands and seals this 7 day of OCTOBER for the purpose of forming this corporation under the laws of the State of Florida, and hereby make and file, in the office of the Secretary of the State of Florida, these Articles of Incorporation, and certify that the facts herein stated are true.

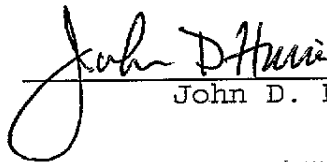


Geoffrey S. Blanchette

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SWORN TO AND SUBSCRIBED BEFORE ME

THIS 7th DAY OF OCTOBER 1998



John D. Harris

John D. Harris
Notary Public, State of Florida
Commission No. CC 522672
My Commission Expires 3/13/00
Bonded Through Fla. Notary Service & Bonding Co.