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CYNTHIA D. MORANI

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

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*****70.00 *****70.00

SUBJECT: New Territories Corporation

Enclosed is an original and one (1) copy of the Articles of Incorporation and a check for \$70.00, which includes the filing fee and designation of registered agent fee.

Please stamp the provided copy of the articles with the filing date and return it. Thank you for your corporation.

FROM: Cynthia D. Morani, Esquire
22899 Ironwedge Drive
Boca Raton, FL 33433
(561) 367-9651

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 NOV -9 PM 1:50

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ARTICLES OF INCORPORATION
OF
NEW TERRITORIES CORPORATION

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ARTICLE I - NAME

The name of this corporation is New Territories Corporation.

ARTICLE II - PURPOSE

The purpose of this corporation is to engage in the sale of ecological and other goods, or other business permitted under the Laws of the United States and Florida.

ARTICLE III- ADDRESS

The principal place of business and mailing address of the corporation is: 22899 Ironwedge Drive, Boca Raton, Fla. 33433

ARTICLE IV - STOCK

The corporation shall have the authority to issue 100,000 shares of common stock having a par value of \$0.01 per share.

ARTICLE V - REGISTERED AGENT

The registered agent of the corporation is Cynthia Morani and the registered street address is 22899 Ironwedge Drive, Boca Raton, Florida 33433

ARTICLE VI - BOARD OF DIRECTORS

The initial Board of Directors shall have two (2) members whose names and addresses are as follows:

Paul Urschaltz, Chief Executive Officer and Director	22899 Ironwedge Drive Boca Raton, Fla. 33433
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Cynthia Morani, Chair of Board of Directors and Chief Financial Officer	22899 Ironwedge Drive, Boca Raton, Fla. 33433.
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The number of directors may be raised or lowered by amendment of the bylaws of the corporation but shall in no case be less than one.

ARTICLE VII - INCORPORATOR

The incorporator of this corporation is Cynthia Morani whose street address is 22899 Ironwedge Drive, Boca Raton, Fla. 33433.

Dated November 4, 1998

Cynthia D. Speroni

Incorporator

Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this certificate, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes related to the proper and complete performance of my duties, and am familiar with and accept the obligations of my position as registered agent.

Dated November 4, 1998

Cynthia D. Speroni

Registered Agent

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