799000002329 TAL CONNECTION, INC.

417 E. Virginia Street, Suite 1 • Tallahassee, Florida 32302 (850) 224-8870 • 1-800-342-8062 • Fax (850) 222-1222

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ARTICLES OF INCORPORATION

OF .

CEMILDEGO, INC.

ARTICLE I

NAME

The name of this corporation shall be :

CEMILDEGO, INC.

ARTICLE II

<u>PURPOSE</u>

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

ARTICLE III

CAPITAL STOCK

This corporation is authorized to issue 1000 shares of \$1.00 par value common stock.

ARTICLE IV

INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this corporation is:

%441 S. STATE RD 7 #15 MARGATE, FL. 33068

and the initial registered agent of this corporation at the above address is:

STUART HOWITT

SIGNE JARY OF STATE OF CHAPTER ATTOM

ARTICLE V

INITIAL PRINCIPAL OFFICE

The initial principal office of this corporation shall be:

5224 NE 1ST TERRACE FT. LAUDERDALE, FL. 33334

ARTICLE VI

DIRECTORS

This corporation shall have one director initially. The number of Directors may be either increased or diminished from time to time by the By-laws, but shall never be less than one. The name and address of the initial Director of this corporation is:

WILLIAM SCHWIMER
5224 NE 1ST TERRACE
FT. LAUDERDALE, FL. 33334

ARTICLE VII

INCORPORATOR

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

STUART HOWITT 441 S. STATE RD. 7 #15 MARGATE, FL. 33068

ARTICLE VIII

POWERS

This corporation shall have all of the corporate powers enumerated in the Florida General Corporation Act.

ARTICLE IX

INDEMNIFICATION

The corporation shall indemnify any director or officer or former director or officer to the full extent permitted by

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 shareholders is subject to this reservation.

STATE OF FLORIDA COUNTY OF BROWARD

I HEREBY CERTIFY that on this ______ day of _____, 1999 personally appeared before me, the undersigned authority, ______, to me well known and known to me to be the individual described in and who executed the foregoing Articles of Incorporation, and acknowledged before me that he executed the same freely and voluntarily for the purpose therein expressed.

Notary Public

ACCEPTANCE BY REGISTERED AGENT

Having been named to accept service of process for the above named corporation at a place designated in these Articles of Incorporation, I hereby accept to act in this capacity, and agree to comply with the provisions of Chapter 48.091, Florida Statutes, relative to keeping open said office for service of process.

STUART HOWITT Registered Agent

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