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Division of Corporations

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Florida Department of State
Division of Corporations
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Katherine Harris, Secretary of State

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FLORIDA PROFIT CORPORATION OR P.A.

THE AURORA COLLECTION, INC.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION

OF

THE AURORA COLLECTION, INC.

THE UNDERSIGNED SUBSCRIBER TO THESE ARTICLES OF INCORPORATION,
A NATURAL PERSON COMPETENT TO CONTRACT, HEREBY FORMS A CORPORATION
UNDER THE LAWS OF THE STATE OF FLORIDA.

ARTICLE I - NAME

THE NAME OF THIS CORPORATION IS:

THE AURORA COLLECTION, INC.

THE PRINCIPAL PLACE OF BUSINESS OF THIS CORPORATION SHALL BE:

10450 NW 12th PLACE

PLANTATION, FL 33322

ARTICLE II - DURATION

THIS CORPORATION IS TO EXIST PERPETUALLY, COMMENCING ON THE
DATE OF EXECUTION AND ACKNOWLEDGEMENT OF THESE ARTICLES.

ARTICLE III - PURPOSE

THIS CORPORATION IS ORGANIZED FOR THE PURPOSE OF TRANSACTING
ANY OR ALL LAWFUL BUSINESS.

ARTICLE IV - CAPITAL STOCK

THIS CORPORATION IS AUTHORIZED TO ISSUE ONE THOUSAND (1000)
SHARES OF \$1.00 PAR VALUE COMMON STOCK.

ARTICLE V - PRE-EMPTIVE STOCK

EVERY SHAREHOLDER, UPON 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
OF (AS NEARLY AS MAY BE DONE WITHOUT ISSUANCE OF FRACTIONAL SHARES)
AT THE PRICE AT WHICH IT IS OFFERED TO OTHERS.

ARTICLE VI - INITIAL REGISTERED OFFICE & AGENT

THE STREET ADDRESS OF THE INITIAL REGISTERED OFFICE OF THE
CORPORATION IS: 1410 SW 87th AVENUE

PEMBROKE PINES, FL 33025

AND THE NAME OF THE INITIAL REGISTERED AGENT OF THIS CORPORATION AT
THAT ADDRESS IS: M.C. FARRINGTON

Prepared by:
L.C. FARRINGTON
8362 Pines Blvd #421
Pembroke Pines, Fl.
Bar #935573
954-433-9469

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ARTICLE VII - INITIAL BOARD OF DIRECTORS

THIS CORPORATION SHALL HAVE ONE DIRECTOR INITIALLY, THE NAME
AND ADDRESS IS: MYLES W FARRINGTON
10450 NW 12th PLACE, PLANTATION FL 33322

ARTICLE VIII - SPECIAL PROVISION

IT IS THE INTENT OF THE INCORPORATOR THAT THE CORPORATION WILL
QUALIFY UNDER SECTION 1244 OF THE INTERNAL REVENUE CODE AND THAT
THE CORPORATION CAN FILE AS A SUBCHAPTER S CORPORATION.

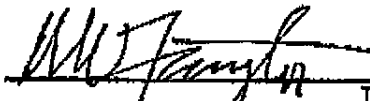
ARTICLE IX - INDEMNIFICATION

THIS CORPORATION SHALL INDEMNIFY ANY OFFICER OR DIRECTOR OR
ANY FORMER OFFICER OR DIRECTOR, TO THE FULL EXTENT PERMITTED BY
LAW.

ARTICLE X - AMENDMENT

THIS CORPORATION RESERVES THE RIGHT TO AMEND OR REPEAL ANY
PROVISION CONTAINED IN THESE ARTICLES OF INCORPORATION, OF
AMENDMENT HERETO, AND ANY RIGHT CONFERRED UPON THE SHAREHOLDERS IS
SUBJECT TO THIS RESERVATION.

IN WITNESS THEREOF, THE UNDERSIGNED SUBSCRIBER HAS EXECUTED
THESE ARTICLES OF INCORPORATION THIS 3 DAY OF MARCH, 1999.



MYLES W FARRINGTON Incorporator
10450 NW 12th Place
Plantation, Fl. 33322

#9900005234

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#9900005234

**CERTIFICATE AND ACKNOWLEDGEMENT
OF REGISTERED AGENT**

**CERTIFICATE OF REGISTERED AGENT OF
THE AURORA COLLECTION, INC.
NAME OF CORPORATION**

PURSUANT TO FLORIDA STATUTES SECTIONS 48.091 AND 607.034, THE
FOLLOWING IS SUBMITTED:

THE ABOVE CORPORATION, DESIRING TO ORGANIZE UNDER THE LAWS OF THE
STATE OF FLORIDA WITH ITS REGISTERED OFFICE AS INDICATED IN THE
ARTICLES OF INCORPORATION 1410 SW 87th AVENUE
FEMEBROKE PINES, FL 33025

HAS NAMED M.C. FARRINGTON, LOCATED AT THE
AFORESAID ADDRESS, AS ITS REGISTERED AGENT TO ACCEPT SERVICE OF
PROCESS WITHIN THIS STATE.

ACKNOWLEDGEMENT

HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED
CORPORATION AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY
ACCEPT TO ACT IN THIS CAPACITY, AND AGREE TO COMPLY WITH THE
PROVISIONS OF FLORIDA LAW IN KEEPING OPEN SAID OFFICE.

M.C. Farrington
REGISTERED AGENT

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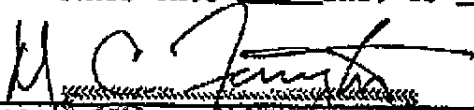
STATE OF FLORIDA:

SS

COUNTY OF BROWARD:

BEFORE ME, A NOTARY PUBLIC, DULY AUTHORIZED IN THE STATE AND COUNTY NAME ABOVE TO TAKE ACKNOWLEDGMENTS, PERSONALLY APPEARED AND PERSONALLY KNOWN TO ME, MYLES W FARRINGTON IS THE SUBSCRIBER AND HAS EXECUTED THE FORGOING ARTICLES OF INCORPORATION, AND HAS ACKNOWLEDGED BEFORE ME THAT HE EXECUTED AND SUBSCRIBED TO THESE ARTICLES OF INCORPORATION.

WITNESS MY HAND AND OFFICIAL SEAL IN THE COUNTY AND STATE AFORESAID THIS 3 DAY, OF MARCH, 1999


NOTARY PUBLIC/STATE OF FLORIDA
Notary Public, State of Florida
Commission No. CC 582354
My Commission Exp. 08/04/2000
Banded Through Fla. Notary Service & Bonding Co.
MY COMMISSION EXPIRES

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TALLAHASSEE, FLORIDA

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