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Florida Department of State

Division of Corporations

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To:

Division of Corporations
Fax Number : (850)922-4001

From:

Account Name : ACE INDUSTRIES, INC.
Account Number : 070744001530
Phone : (305)358-2571
Fax Number : (305)358-7832

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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FLORIDA PROFIT CORPORATION OR P.A.

GEO RAND CORPORATION

Certificate of Status	0
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ARTICLES OF INCORPORATION

Article 1: Name of Corporation: GEO RAND CORPORATION

Address of Corporation: 4725 N. PALMA CIRCLE
W. PALM BEACH, FL 33415

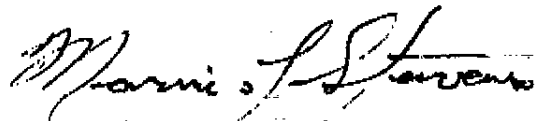
Article 2: CAPITAL STOCK: The number of shares which the corporation has authorized to be outstanding at any one time is 15,000,000, with a par value of _____.
(PAR VALUE IS NOT REQUIRED).

Article 3: REGISTERED AGENT: MARVIN J. STEVENS

REGISTERED OFFICE: 4725 N. PALMA CIRCLE
W. PALM BEACH, FL 33415

* I am familiar with and hereby accept the duties and responsibilities as Registered Agent for said corporation.

04 / 30 / 99
Date


Signature of Registered Agent

Article 4: The Board of Directors are: (Board of Directors is NOT REQUIRED).
First listed is President, second is Vice President, then Secretary/Treasurer.

1. MARVIN J. STEVENS, 4725 N. PALMA CIRCLE, W. PALM BEACH, FL 33415
- 2.
- 3.

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Article 5: The NAME and ADDRESS of the INCORPORATOR is:

MARVIN J. STEVENS
4725 N. PALMA CIRCLE
W. PALM BEACH, FL 33415

In witness whereof, I have subscribed my name:


Signature of Incorporator

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Prepared by: Ace Industries, Inc., 54 NW 11th Street, Miami, FL 33136, (305) 358-2571