

P99000106184

Kirkpatrick & Lockhart LLP

EFFECTIVE DATE
12-3-99

Miami Center- 20th Floor
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Miami, FL 33131-2399
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FILED
99 DEC -6 AM 11:22
SECRETARY OF STATE
TALLAHASSEE FLORIDA

December 3, 1999

VIA FEDERAL EXPRESS

Secretary of State
Division of Corporations
409 East Gaines Street
Tallahassee, Florida 32399

Re: Purple Star Holdings, Inc.

200003061442--2
-12/06/99--01082--014
*****78.75 *****78.75

Ladies and Gentlemen:

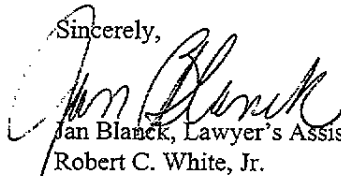
Enclosed are duplicate copies of Articles of Incorporation prepared to effect the formation of the above-referenced proposed Florida corporation. Also enclosed is our check in the amount of \$78.75 in payment of the following fees:

Filing Fee	\$ 35.00
Registered Agent Fee	35.00
Certified Copy	<u>8.75</u>

Total	\$ 78.75
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A return Federal Express envelope is enclosed for your convenience in responding. Thank you for your cooperation with this matter.

Sincerely,


Jan Blanck, Lawyer's Assistant to
Robert C. White, Jr.

cc: Robert C. White, Jr.

S. Thompson DEC 08 1999

MI-91698.01

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ARTICLES OF INCORPORATION
OF
PURPLE STAR HOLDINGS, INC.

The undersigned, acting as incorporator of Purple Star Holdings, Inc., under the Florida Business Corporation Act, adopts the following Articles of Incorporation:

ARTICLE I

NAME

The name of the corporation (the "Corporation") is Purple Star Holdings, Inc.

ARTICLE II

ADDRESS

The street address of this Corporation shall be 2360 NW 45th Street, Boca Raton, FL 33431.

ARTICLE III

DURATION

The duration of the Corporation shall be perpetual, commencing on December 3, 1999.

ARTICLE IV

PURPOSE

The purpose of the Corporation shall be to engage in any and all business permitted according to the laws of the United States and Florida.

ARTICLE V

CAPITAL STOCK

The maximum number of shares of stock which this Corporation is authorized to issue is 1,000,000 shares of common stock having a par value of \$0.001 per share.

ARTICLE VI

REGISTERED OFFICE AND AGENT

The street address of the Corporation's registered office shall be c/o Kirkpatrick & Lockhart LLP, 20th Floor, 201 South Biscayne Boulevard, Miami, Florida 33131, and the registered agent for the Corporation at that address shall be Robert C. White, Jr.

ARTICLE VII

INCORPORATOR

The name and street address of the incorporator to these Articles of Incorporation are:

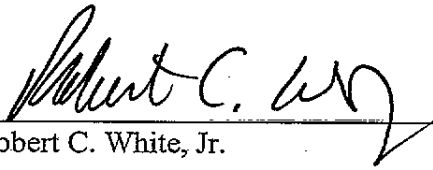
Name

Address

Robert C. White, Jr.

Kirkpatrick & Lockhart LLP
201 South Biscayne Boulevard
20th Floor
Miami, FL 33131

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation this 3 day of December, 1999.



Robert C. White, Jr.
Incorporator

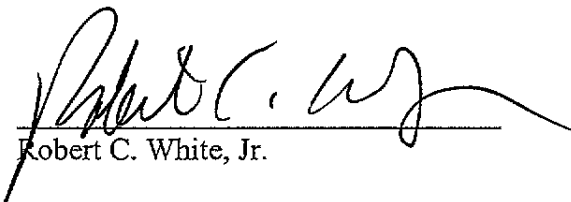
CERTIFICATE OF REGISTERED AGENT

OF

PURPLE STAR HOLDINGS, INC.

Having been named to accept service of process for Purple Star Holdings, Inc., at the place designated in the foregoing Articles of Incorporation, Robert C. White, Jr. agrees to act in this capacity and is familiar with and accepts the obligations provided in Section 607.0505 of the Florida Business Corporation Act.

DATE: December 3, 1999


Robert C. White, Jr.

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