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

From: Account Name : STEINBERG & YAFFE, P.A.
Account Number : I19980000080
Phone : (305) 538-2344
Fax Number : (305) 538-0419

FLORIDA PROFIT CORPORATION OR P.A.

Atlas Designs, Inc.

Certificate of Status	0
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ARTICLES OF INCORPORATION
OF
ATLAS DESIGNS, 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 the corporation shall be:

ATLAS DESIGNS, INC.

ARTICLE II.
Nature of Business

This corporation may engage or transact in any or all lawful activities or businesses permitted under the laws of the United States, the State of Florida or any other state, country, territory or nation.

ARTICLE III.
Capital Stock

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is One Hundred (100) shares of common stock having \$5.00 par value. The corporation will begin business with in capital. The proceeds of stock subscribed for will be at least as much as the amount necessary to begin business.

ARTICLE IV.
Principal Place of Business

The street address of the initial principal place of business of the corporation shall be

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231 8 Street, Miami Beach, Florida 33139, or such other location as the Board of Directors may designate.

**ARTICLE V.
Term of Existence**

This corporation shall exist perpetually.

**ARTICLE VI.
Initial Board of Directors**

This corporation shall have One (1) director initially. The number of directors may be either increased or diminished from time to time as provided in the bylaws but shall never be less than one.

**ARTICLE VII.
Subscriber**

The name and street address of the subscriber of this corporation is:

Paul B. Steinberg
767 Arthur Godfrey Road
Miami Beach, Florida 33140-3413

**ARTICLE VIII.
Officers**

The name and street address of the officers of this corporation is:

NAME **ADDRESS** **POSITION**

Glisele Omores
900 South Shore Drive
Miami Beach, Florida 33140

President/Director

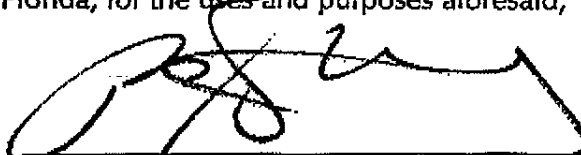
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**ARTICLE VIII.
Registered Office & Registered Agent**

The street address of the initial registered office of this corporation is 767 Arthur Godfrey Road, Miami Beach, Florida 33140, and the name of the initial registered agent of this corporation at that address is PAUL B. STEINBERG.

IN WITNESS WHEREOF, the undersigned has made and subscribed to these Articles of Incorporation at Miami Beach, Dade County, Florida, for the uses and purposes aforesaid, this 14th day of December, 1999.



PAUL B. STEINBERG
Subscriber

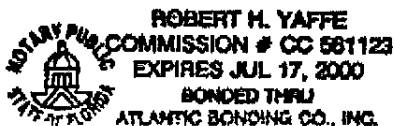
STATE OF FLORIDA)

)ss:

COUNTY OF DADE)

BEFORE ME, the undersigned authority, personally appeared **PAUL B. STEINBERG** known to me to be the person who executed the foregoing Articles of Incorporation, and he acknowledged before me that he executed said instrument for the purposes therein stated.

IN WITNESS WHEREOF, I have hereunto set my hand and official seal in the County and State aforesaid this 14th day of December, 1999.


NOTARY PUBLIC
State of Florida at Large

STEINBERG & YAFFE, P.A., 767 Arthur Godfrey Road, Miami Beach, Florida 33140
(305) 538-2344/Miami-Dade (954) 462-2344/Broward (305) 538-0419/Fax

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ACCEPTANCE BY REGISTERED AGENT

The undersigned hereby accepts the foregoing appointment as registered agent for
ATLAS DESIGNS, INC. and agrees to comply with the provisions of these Articles and the
applicable Florida Statutes.

Dated this 14th day of December, 1999.



PAUL B. STEINBERG
Registered Agent

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