

ORDER DATE: June 10, 2002

ORDER TIME: 10:38 AM

ORDER NO. : 615741-005

CUSTOMER NO: 80908A

CUSTOMER: Alvin Sitomer, Esq

Alvin L. Sitomer

COST LIMIT :

International Bldg, Ste 603 2455 E. Sunrise Boulevard Ft. Lauderdale, FL 33304

DOMESTIC FILING

NAME:

ALLAN E. LAUFER, P.A.

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX ____ CERTIFIED COPY

CONTACT PERSON: Norma Hull - EXT. 1115
EXAMINER'S IN

EXAMINER'S INITIALS:



400005728344--8

ARTICLES OF INCORPORATION OF ALLAN E. LAUFER, P.A.



ARTICLE I - NAME

The name of this corporation **ALLAN E. LAUFER, P.A.** The mailing address is 1283 N.W. 84th Drive, Coral Springs, Florida 33071.

ARTICLE II - DURATION

The duration of the corporation shall be perpetual.

ARTICLE III - PURPOSE

This Corporation is authorized to engage in or transact any and all lawful activities in the practice and profession of accountancy and any and all lawful activities of matters of related or other business permitted under the law of the United States, the State of Florida or any other state, country, territory or nation.

ARTICLE IV - CAPITAL STOCK

This Corporation is authorized to issue Seven Hundred Fifty Thousand (750,000) shares of common stock of One Cent (\$.01) par value.

ARTICLE V - INITIAL REGISTERED OFFICE AND AGENT

The street address and mailing address of the initial registered office of this Corporation is c/o ALLAN E. LAUFER, P.A., 1283 N.W. 84th Drive, Coral Springs, Florida 33071, and the name of the initial Registered Agent of this Corporation at that address is ALLAN E. LAUFER, who (i) hereby accepts the appointment of Registered Agent, (ii) acknowledges that he signed this document making such appointment.

ARTICLE VI - INITIAL BOARD OF 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:

ALLAN E. LAUFER 1283 N.W. 84th Drive Coral Springs, Florida 33071

ARTICLE VII - INCORPORATOR

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

ALLAN E. LAUFER 1283 N.W. 84th Drive Coral Springs, Florida 33071

ARTICLE VIII - INDEMNIFICATION

The Corporation shall indemnify any officer or director, or any former or director, to the full extent permitted by the law.

ARTICLE IX - CONFLICTS OF INTEREST

No contract or other transaction between this Corporation and any other corporation, and no act of this Corporation shall in any way be affected or invalidated by the fact that any of the directors of this Corporation are pecuniarily or otherwise interested in any contract or transaction of this Corporation, provided that the fact that he or such firm is so interested, shall be disclosed or shall have been known to the Board of Directors or a majority thereof, and any director of this Corporation who is also a director or officer of such other corporation, who is so interested, may be counted in determining the existence of a quorum at any meeting of the Board of Directors of this Corporation which shall authorize any such contract or transaction, with like force and effect as if he were not

such officer or director of such other corporation not so interested. If there shall only be one director of the corporation at the time any meeting of the Board of Directors of this Corporation would otherwise be required to authorize any such contractor transaction, and if the vote or consent of such interested director may not, by statute, be counted to authorize, approve or ratify the said act, contract or transaction, then, and in that event, a majority of the shareholders of the corporation shall be authorized and empowered to authorize, approve or ratify any such act, contract or transaction with the same full force and effect as if the same had been authorized, approved or ratified by the Board of Directors.

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of

Having been named as registered agent to accept service of process for the above stated

Incorporation this 7th day of June, 2002.

corporation at the place designated in these articl as registered agent and agree to act in this capaci	les, I am familiar with and assept the appointment ty. ALLAN E. LAUFER
STATE OF FLORIDA)	Incorporator/Registered Agent
COUNTY OF BROWARD)	
Personally known or produced identification Type of identification produced	CAREY ANN TONER Notary Public, State of Florida
My commission expires:	

BONDED THROUGH ADVANTAGE NOTARY