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TALLAHASSEE, FLORIDA

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FLORIDA PROFIT CORPORATION OR P.A.

brothers 3, inc.

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ARTICLES OF INCORPORATION

OF

BROTHERS 3, INC.

We, the undersigned, natural persons competent to contract, do hereby make, subscribe and file these Articles of Incorporation for the purpose of organizing under the Laws of the State of Florida.

ARTICLE I. - NAME

The name of this corporation is:

BROTHERS 3, INC.

The principal address of this corporation is:

8795 NW 50th Street, Lauderhill, FL

ARTICLE II. - PURPOSE

This corporation is organized for the purpose of transacting any and all lawful business.

ARTICLE III. - CAPITAL STOCK

This corporation is authorized to issue 100 shares of ONE DOLLAR par value common stock.

ARTICLE IV. - PRE-EMPTIVE RIGHTS

Every shareholder, upon the sale for cash of any new stock of the corporation of the same kind, class or series as that which he already holds, shall have the right to purchase his pro rata share

PREPARED BY: BRUCE E. BARR, ESQ.
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thereof (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

ARTICLE V. - INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this corporation is:

8795 NW 50th Street, Lauderhill, FL

The name of the initial registered agent of this corporation at this address is:

Matt Weiner

ARTICLE VI. - INITIAL BOARD OF DIRECTORS

The corporation shall have three (3) directors 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 names and addresses of the initial directors of this corporation are:

Keith Weiner- 8795 NW 50th Street Lauderhill, FL

Steve Chase- 8795 NW 50th Street, Lauderhill, FL

Matt Weiner- 8795 NW 50th Street, Lauderhill, FL

ARTICLE VII. - INCORPORATION

The names and addresses of the parties signing these Articles of Incorporation are:

Keith Weiner-(President) 8795 NW 50th Street Lauderhill, FL

Steve Chase- (Vice-President) 8795 NW 50th Street, Lauderhill, FL

Matt Weiner- (Secretary & Treasurer) 8795 NW 50th Street, Lauderhill.

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ARTICLE VIII. - INDEMNIFICATION

The corporation shall indemnify any officer or director or any former officer or director to the full extent provided by law.

ARTICLE IX. - AMENDMENT

This corporation reserves the right to amend or repeal any provision contained in these Articles of Incorporation or any Amendment hereto, and any right conferred upon the shareholders is subject to this reservation.


IN WITNESS WHEREOF, the undersigned subscribers have executed the Articles of Incorporation, this 16 day of September, 2003.



Keith Weiner- President

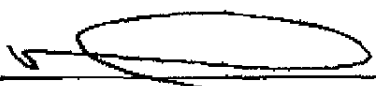


Steve Chase- Vice President



Matt Weiner- Sec. & Treasurer

SWORN TO AND SUBSCRIBED before me this 16 day of September, 2003.



Dyan Concannon
Notary Public, State of Florida

My Commission
Expires

STATE OF FLORIDA
DEPARTMENT OF STATE

Certificate Designation Place of Business or Domicile for the Service of Process Within This State, Naming Agent Upon Whom Process May Be Served and Names and Addresses of the Officers and Directors.

The following is submitted, in compliance with Chapter 48.091 Florida Statutes:

BROTHERS 3, INC.

A CORPORATION ORGANIZED (or organizing) under the laws of the State of Florida with its registered office at State of Florida, as its agent to accept service of process within this State.

OFFICERS: Keith Weiner- President
Steve Chase- Vice President
Matt Weiner- Secretary & Treasurer

DIRECTORS:
Keith Weiner
Steve Chase
Matt Weiner

By: Keith Weiner
Keith Weiner

By: Steve Chase
Steve Chase

By: Matt Weiner
Matt Weiner


ACCEPTANCE:

I agree as Resident Agent to accept Service of Process; to keep office open during prescribed hours; to post my name (and any

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other officers of said corporation authorized to accept service of process at the above Florida designated address) in some conspicuous place in office as required by law.


Matt Weiner

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