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STATE OF FLORIDA
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NAME: POWERLINE FINANCIAL SERVICES, INC.
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION

OF

POWERLINE FINANCIAL SERVICES, INC.

RECEIVED
SECRETARY OF STATE
CORPORATION DIVISION
JUL 11 8 14 AM '75
FILED

ARTICLE I - NAME

The name of the Corporation is

POWERLINE FINANCIAL SERVICES, INC.

ARTICLE II - DURATION

The date when the Corporation's existence shall begin shall be the date when the Articles of Incorporation are filed in the office of the Secretary of State and approved. The Corporation shall have perpetual existence.

ARTICLE III - PURPOSE

This Corporation is organized for the purpose of engaging in any activity or business permitted under the laws of the United States of America and the State of Florida.

ARTICLE IV - CAPITAL STOCK

This Corporation is authorized to issue ONE THOUSAND (1000) shares of ONE DOLLAR (\$1.00) par value common stock.

ARTICLE V - PRE-EMPTIVE RIGHTS

After the initial issue of common stock of this Corporation, every Shareholder, upon the sale for cash of any new stock of this Corporation of the same kind, class or series as that which he already holds, shall have the right to purchase his pro rata share of stock of this Corporation (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

ARTICLE VI -

INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this Corporation is 901 NW 58th C Ft. Lauderdale, FL 33309 , and the name of the initial Registered Agent of this Corporation is RICHARD BLUMBERG

Prepared by: NICHOLAS T. GENTILE, Florida Bar No. 298050, GARRETT A. GENTILE, P.A., 2601 University Drive, Suite 203, Coral Springs, Florida 33065 (305-755-1000).

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**ARTICLE VII -
FIRST BOARD OF DIRECTORS**

This Corporation's first Board of Directors shall consist of ONE
(1) Directors. The number of Directors may be either increased or decreased from time to time by
the By-Laws, but shall never be less than ONE (1). The names and addresses of
the initial Board of Directors of this Corporation are: BARRY SILBERSWEIG, 901 NW 58th Court,
Ft. Lauderdale, FL 33309

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ARTICLE VIII - INCORPORATOR

The name and address of the person signing these Articles of Incorporation is :

RONNIE SILBERSWEIG
901 NW 58th Court
Ft. Lauderdale, FL 33309

**ARTICLE IX
PRINCIPAL OFFICE AND MAILING ADDRESS OF CORPORATION**

901 NW 58th Court
Ft. Lauderdale, FL 33309

IN WITNESS WHEREOF, the undersigned Incorporator has executed these Articles of
Incorporation this 25th day of May

,1995



INCORPORATOR
RONNIE SILBERSWEIG

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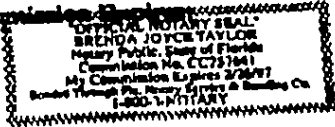
BEFORE ME, a Notary Public, authorized to take acknowledgments in the State of Florida, personally appeared Ronnie Silbertsue (who is personally known to me) [who has produced _____ as identification], who executed the foregoing Articles of Incorporation, and he/she acknowledged before me that he/she executed these Articles of Incorporation, and who [did/did not] take an oath this 25th day of May, 1995.

IN WITNESS WHEREOF, I have hereunto set my hand and official seal, this 25th day of May, 1995

Brenda J. Taylor

Notary Public, State of Florida

My Commission Expires _____



ACCEPTANCE OF REGISTERED AGENT

Having been named to accept service of process for POWERLINE FINANCIAL SERVICES, II, at the place designated in the Articles of Incorporation, RICHARD BLUMBERG agrees to act in this capacity, and agrees to comply with the provisions of Section 48.091 relative to keeping open such office.

Richard Blumberg
Registered Agent
RICHARD BLUMBERG

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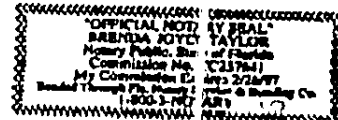
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BEFORE ME, a Notary Public, authorized to take acknowledgments in the State of Florida, personally appeared Richard Blumberg (who is personally known to me) [who has produced _____ as identification], who executed the foregoing Articles of Incorporation, and he/she acknowledged before me that he/she executed these Articles of Incorporation, and who [did/did not] take an oath this 25th day of May, 1995.

IN WITNESS WHEREOF, I have hereunto set my hand and official seal, this 25th day of May, 1995

Brenda J. Taylor

Notary Public, State of Florida



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MAY - 8 PM 4:05
DISTRICT OF STATE
TALLAHASSEE, FLORIDA

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