N02000001469

FILED
02 FEB 26 AM 9:33
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

February 18, 2002

800005002118--9
-02/25/02--01108--008
*****78.75 *****78.75

Department of State
Division of Corporations
PO Box 6327
Tallahassee, Fl. 32314

Subject: Justin Birsky Fund, Inc.

Enclosed is an original and one (1) copy of the Articles of Incorporation and a check for $78.75 (Filing Fee and Certificate of Status).

Should there be any questions, I can be reached at 954-989-4174. If no questions please mail papers to:

Mallary Benrube
1000 Quayside Terr., Suite 2011
Miami, Fl. 33138

Thank You In Advance

OK 3/1 ✓

FILED
02 FEB 26 AM 9:33
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION

OF

JUSTIN BIRSKY FUND, INC.

The undersigned incorporator files these Articles of Incorporation in order to form a corporation pursuant to Chapter 617.0202, F.S.

ARTICLE I

NAME

The name of this corporation shall be:

JUSTIN BIRSKY FUND, INC.

ARTICLE II

PRINCIPAL OFFICE

The principal place of business and mailing address of the corporation shall be:
1000 Quayside Terrace, Suite 2011
Miami, Fl. 33138

ARTICLE III

PURPOSE

This corporation is organized for the purpose of entering into all lawful enterprises.

ARTICLE IV

DIRECTORS

The following individuals are hereby elected to the Board of Directors, to take office immediately, and to serve until their successors are fully elected, qualified, and take office, pursuant to the By-laws of the Corporation. The number of directors listed below shall constitute the number of directors of the Corporation unless and until that number shall be modified in accordance with the By-laws of the Corporation.

YVONNE BENRUBE
JUSTIN BIRSKY
DON GLASSMAN
WARREN GHERMAN

ARTICLE V

INITIAL REGISTERED AGENT AND ADDRESS

The name of the initial registered agent of this corporation and address are as follows:

REGISTERED AGENT AND ADDRESS

MALLARY BENRUBE
1000 QUAYSIDE TERR., SUITE 2011
MIAMI, FL. 33138

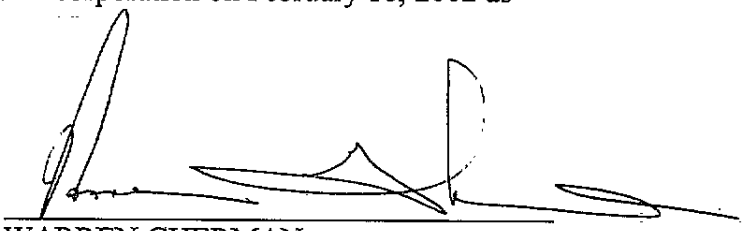
ARTICLE VI

INCORPORATOR

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

WARREN GHERMAN
4890 SHERIDAN STREET
HOLLYWOOD, FL. 33021

The undersigned has executed these Articles of Incorporation on February 18, 2002 as Incorporator.



WARREN GHERMAN
Incorporator

FILED
02 FEB 26 AM 9:33
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

CERTIFICATE OF DESIGNATION

REGISTERED AGENT / REGISTERED OFFICE

The undersigned corporation, organized under the laws of the state of Florida, submits the following statement in designation the registered office/ registered agent, in the state of Florida.

1. The name of the corporation is: **Justin Birsky Fund, Inc.**

2. The name and address of the registered agent and office is:

Mallory Ben Rubé
1000 Quayside Terr., Suite 2011
Miami, Fl. 33138

Signature----------
Warren Gherman

Title Incorporator

Date February 18, 2002

Having been named registered agent and to accept service of process for the above stated corporation at the place designated in this certificate, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all status relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.

Signature---------- Mallory Ben Rubé
Mallory Ben Rubé
Registered Agent

Date February 18, 2002