

Division of Corporations

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P05000164213Florida Department of State
Division of Corporations
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To:

Division of Corporations
Fax Number : (850) 205-0381

From:

Account Name : C T CORPORATION SYSTEM
Account Number : FCA000000023
Phone : (850) 222-1092
Fax Number : (850) 878-5926

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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FLORIDA PROFIT CORPORATION OR P.A.

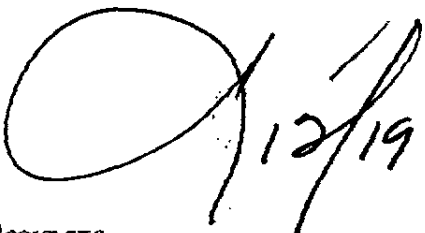
AD Private Equity, Inc.

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ARTICLES OF INCORPORATION

In compliance with Chapter 607 and/or Chapter 621, F.S. (Profit)

ARTICLE I NAME

The name of the corporation shall be:

AD PRIVATE EQUITY, INC.

ARTICLE II PRINCIPAL OFFICE

The principal place of business/mailling address is:

1515 N. Federal Highway, S-3000, Office #29
Boca Raton, FL 33432**ARTICLE III PURPOSE**

The purpose for which the corporation is organized is:

To perform any lawful activity permitted under Florida law.

ARTICLE IV SHARES

The number of shares of stock is:

100

ARTICLE V INITIAL OFFICERS AND/OR DIRECTORS

List name(s), address(es) and specific title(s):

ARTHUR DANTCHIK, 401 CITY AVENUE, S-220, BALA CYNWYD, PA 19004, PRESIDENT
BRIAN SULLIVAN, 401 CITY AVENUE, S-220, BALA CYNWYD, PA 19004, TREASURER
JOEL GREENBERG, 401 CITY AVENUE, S-220, BALA CYNWYD, PA 19004, SECRETARY**ARTICLE VI REGISTERED AGENT**

The name and Florida street address (P.O. Box NOT acceptable) of the registered agent is:

C T Corporation System, 1200 South Pine Island Road, Plantation, Florida 33324

ARTICLE VII INCORPORATOR

The name and address of the Incorporator is:

Caron Alberts, Esquire, 401 City Avenue, S-220, Bala Cynwyd, PA 19004

 Having been named as registered agent to accept service of process for the above stated corporation at the place designated in this certificate, I am familiar with and accept the appointment as registered agent and agree to act in this capacity

[Signature]
 CT Corporation System
 Signature/Registered Agent

Vicki Ann Owens
 Special Assistant Secretary

12/16/05
 Date

[Signature]
 Signature/Incorporator

Dec 16/05
 Date

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 SECRETARY OF STATE
 TALLAHASSEE, FLORIDA