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CORAL GABLES, FLORIDA 33134

JAN A. YELEN
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OF COUNSEL

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MARTIN YELEN (RETIRED)
IRVING YELEN (1924-1980)

PO0000014806

February 4, 2000

Secretary of State
Department of Corporations
P.O. Box 6327
Tallahassee, Florida 32314

Re: Preferred Sales, Inc.

Dear Sir/Madam:

Enclosed please find a Certificate of Incorporation and Certificate designating resident agent for the referenced corporation and our check to cover the following:

Filing Fee	\$35.00
Resident Agent Fee	35.00
Certified Copy	52.50
	<hr/>
	\$122.50

Please forward a certified copy to us.

Very truly yours,

YELEN & YELEN, P.A.


JAN A. YELEN

JAY:hr

Enclosures

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-02/07/00-01109-003
****122.50 ****78.75

FILED
00 FEB - 7 AM 9:22
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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ARTICLES OF INCORPORATION

OF

PREFERRED SALES, INC.

FILED
00 FEB -7 AM 9:22
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned incorporator(s), for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopt(s) the following Articles of Incorporation.

ARTICLE I NAME

The name of the corporation shall be:

PREFERRED SALES, INC.

ARTICLE II PRINCIPAL OFFICE

The principal place of business and mailing address of this corporation shall be:

1522 Ponce de Leon Boulevard, Coral Gables, Florida 33134

ARTICLE III CAPITAL STOCK

The number of shares of stock that this corporation is authorized to have outstanding at any time is:

50 shares with no par value, total capitalization of \$500.00

ARTICLE IV INITIAL REGISTERED AGENT AND ADDRESS

The name and address of the initial registered agent is:

JAN A. YELEN, ESQ.

1104 Ponce de Leon Boulevard
Coral Gables, Florida 33134

ARTICLE V INCORPORATOR(S)

The name(s) and street address(es) of the incorporator(s) to these Articles of Incorporation is (are):

HOWARD BERG

1522 Ponce de Leon Boulevard
Coral Gables, Florida 33134

ARTICLE VI PREEMPTIVE RIGHTS AND BUSINESS PURCHASES

The shareholders shall have the preemptive right to acquire unissued or treasury shares or securities convertible or carrying the right to subscribe to or acquire shares of the Corporation.

The shares of other corporations or going businesses may be purchased by the Corporation in return for the issuance of its capital stock and said purchase shall be on such basis and for such consideration and the issuance of such amounts of capital stock as the Directors may determine. All such acquisitions shall be ratified by the Shareholders before they shall be effective.

The undersigned has(have) executed these Articles of Incorporation this 3 day of February, 2000.

 President
Signature/Title President

Signature/Title

Signature/Title

CERTIFICATE OF DESIGNATION
REGISTERED AGENT/REGISTERED OFFICE

FILED
00 FEB -7 AM 9:22
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Pursuant to the provisions of section 607.0501, Florida Statutes, the undersigned corporation, organized under the laws of the State of Florida, submits the following statement in designating the registered office/registered agent, in the State of Florida.

1. The name of the corporation is: PREFERRED SALES, INC.

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

JAN A. YELEN, ESQ.
(NAME)

1104 Ponce de Leon Boulevard

P.O. BOX NOT ACCEPTABLE)

Coral Gables, Florida 33134
CITY/STATE/ZIP

SIGNATURE

President
(corporate officer)

TITLE

President

DATE February 3, 2000

HAVING BEEN NAMED AS 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 STATUTES 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

February 3, 2000