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Division of Corporations

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Florida Department of State
Division of Corporations
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Katherine Harris, Secretary of State

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KATHERINE HARRIS
TALLAHASSEE, FLORIDA

FLORIDA PROFIT CORPORATION OR P.A.

MICHAEL ADAM COMPANY, INC.

Certificate of Status	0
Certified Copy	0
Page Count	04
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W-5388

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ARTICLES OF INCORPORATION
OF
MICHAEL ADAM COMPANY, INC.

ARTICLE I
NAME

The name of the corporation shall be:

MICHAEL ADAM COMPANY, INC.

ARTICLE II
DURATION

This corporation shall commence its existence on the date of filing of these Articles of Incorporation, and shall exist perpetually unless sooner dissolved according to law.

ARTICLE III
PURPOSE

It is the purpose of this corporation to engage in any activity or business permitted under the laws of the United States and of the State of Florida.

ARTICLE IV
CAPITAL STOCK

This corporation is authorized to issue one hundred (100) shares of \$1.00 par value common stock.

Prepared by:
Law Offices of Mark B. Slavin, P.A.
Mark B. Slavin, Esq.
1031 North Miami Beach Blvd.
North Miami Beach, Fla. 33162
(305) 947-1677

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TALLAHASSEE, FLORIDA

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ARTICLE V
INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered agent of this corporation is 1031 North Miami Beach Boulevard, North Miami Beach, FL, 33162, and the initial registered agent of this corporation at that address is MARK B. SLAVIN, ESQ.

ARTICLE VI
INITIAL BOARD OF DIRECTORS & PRINCIPAL OFFICE

This corporation shall have one (1) Director initially. The number of Directors may be increased or diminished from time to time by amendment of the By-Laws but shall never be less than one (1). The name and address of the initial Directors of this corporation and principal place of business is:

MICHAEL FRANK
c/o Mark B. Slavin, P.A.
1031 N. Miami Beach Boulevard
North Miami Beach, FL 33162

ARTICLE VII
INCORPORATOR

The name and address of the person signing these Articles is MICHAEL FRANK, c/o MARK B. SLAVIN, ESQ., 1031 North Miami Beach Boulevard, North Miami Beach, FL, 33162.

ARTICLE VIII
INDEMNIFICATION

The corporation shall indemnify any officer, incorporator, or director, or any former officer, incorporator, or director, to the fullest extent permitted by law.

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IN WITNESS WHEREOF, the undersigned has executed these
Articles of Incorporation this 31 day of January, 2000.

X Michael Frank
MICHAEL FRANK

ACCEPTANCE OF REGISTERED AGENT

HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE
STATED CORPORATION, AT THE PLACE DESIGNATED IN ARTICLE V OF THESE
ARTICLES OF INCORPORATION, THE UNDERSIGNED HEREBY AGREES TO ACT IN
THIS CAPACITY, AND FURTHER AGREES TO COMPLY WITH THE COMPLETE
DISCHARGE OF HIS DUTIES.

DATED THIS 31 DAY OF January, 2000

Mark B. Slavin
MARK B. SLAVIN-Registered Agent

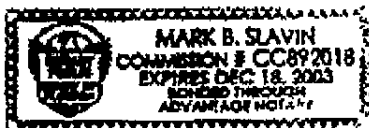
STATE OF FLORIDA)
) .SS:
COUNTY OF MIAMI-DADE)

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

BEFORE ME, a Notary Public authorized in the county and state
set forth above, appeared Michael Frank, who is personally known to
me, or who produced _____ as identification and who, as
Incorporator, executed the foregoing Articles of Incorporation of
Michael Adam Company, Inc., and he acknowledged that he executed
the same.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my
official seal in the county and state last aforesaid, this 31 day
of January, 2000.

Mark B. Slavin
NOTARY PUBLIC, State of Florida
Mark B. Slavin
(Print/type name of notary)



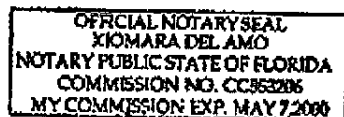
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STATE OF FLORIDA)
) .SS:
COUNTY OF MIAMI-DADE)

BEFORE ME, a Notary Public authorized in the county and state set forth above, appeared MARK B. SLAVIN, ESQ., who is personally known to me, and he executed the foregoing Acceptance of Registered Agent, and acknowledged that he executed the same.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal in the county and state last aforesaid, this 31 day of January, 2000.



Xiomara Del Amo

NOTARY PUBLIC, State of Florida
Xiomara DEL AMO

(Print/type name of notary)

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TALLAHASSEE, FLORIDA

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