

Division of Corporations

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Florida Department of State
Division of Corporations
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FLORIDA PROFIT CORPORATION OR P.A.

NEWMAN BAE, INC.

Certificate of Status	0
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ARTICLES OF INCORPORATION

OF

NEWMAN BAE, INC.

ARTICLE I

NAME

The name of the corporation shall be: Newman Bae, Inc.

ARTICLE II

PRINCIPAL OFFICE

The principal place of business and mailing address of this corporation shall be: 1523 Lantana Drive, Weston, FL 33326.

ARTICLE III

DURATION

This corporation shall have perpetual existence.

ARTICLE IV

PURPOSE

This corporation is organized for the purpose of transacting any or all lawful business.

ARTICLE V

CAPITAL STOCK

This corporation is authorized to issue 100 shares of One Dollar (\$1.00), par value common stock.

ARTICLE VI

PRE-EMPTIVE RIGHTS

Every shareholder, upon the sale for cash of any new stock of

Prepared by Bryan I. Levy
7951 SW 6th Street, Suite 200
Plantation, FL 33324
(954) 424-1200
FL Bar No.: 0116475

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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 thereof (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

ARTICLE VII
INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this corporation is 1523 Lantana Drive, Weston, FL 33326 and the name of the initial registered agent of this corporation at that address is Allyson Caren Newman.

ARTICLE VIII
INITIAL BOARD OF DIRECTORS

This corporation shall have two (2) directors. The number of directors may be either increased or diminished from time to time by the By-Laws, but shall never be less than one (1). The name and address of the directors of this corporation are:

Allyson Caren Newman
1523 Lantana Drive
Weston, FL 33326

Barry J. Newman
1523 Lantana Drive
Weston, FL 33326

ARTICLE IX
INCORPORATOR

The name and address of the Incorporator signing these Articles is: Allyson Caren Newman, 1523 Lantana Drive, Weston, FL 33326.

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ARTICLE X
INDEMNIFICATION


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

ARTICLE XI
AMENDMENT

This corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment hereto, and any right conferred upon the shareholders is subject to this reservation.

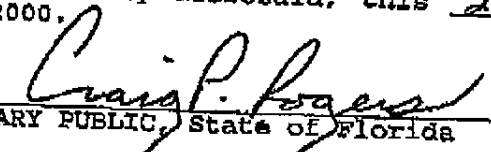
IN WITNESS WHEREOF, the undersigned incorporation has executed these Articles of Incorporation this 23rd day of February, 2000.

STATE OF FLORIDA }
COUNTY OF BROWARD } ss.

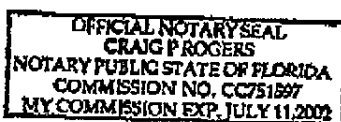


BEFORE ME, a Notary Public authorized to take acknowledgments in the State and County set forth above, personally appeared Allison Newman who produced a FL drivers license as identification and to be the person who executed the foregoing Articles of Incorporation, and he acknowledged before me that he executed those Articles of Incorporation.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal, in the State and County aforesaid, this 23rd day of February, 2000.


NOTARY PUBLIC, State of Florida

My Commission Expires:
(SEAL)



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CERTIFICATE OF DESIGNATION
REGISTERED AGENT/REGISTERED OFFICE

Pursuant to the provisions of section 507.0501, 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 Newman Bae, Inc.
2. The name and address of the registered agent and office is:

Allyson Caren Newman
1523 Lantana Drive
Weston, FL 33326

SIGNATURE: Allyson Caren Newman

Corporate Officer

TITLE: Pres., Sec'y, & Treas.DATE: 2-23-00

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 Allyson Caren NewmanDATE 2-23-00

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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