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Florida Department of State

Division of Corporations

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Katherine Harris, Secretary of State

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To:
Division of Corporations
Fax Number : (850)922-4001

From:
Account Name : FILINGS, INC.
Account Number : 072720000101
Phone : (850)385-6735
Fax Number : (954)583-4117

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FLORIDA
STATE
DEPARTMENT OF
CORPORATIONS

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DOMESTICATION

GINSBERG & KAUFMAN, INC.

Certificate of Status	0
Certified Copy	1
Page Count	045
Estimated Charge	\$128.75

N. Culligan MAY 2 - 2000

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

CERTIFICATE OF DOMESTICATION

The undersigned, Kenneth Kaufman, Secretary, of Ginsberg, Kaufman & Trister, Inc., a foreign Corporation, in accordance with Florida Statutes, section 607.1801 does hereby certify:

1. The date on which corporation was first formed was July 31, 1990.
2. The jurisdiction where the above named corporation was first formed, incorporated, or otherwise came into being was New York State.
3. The name of the corporation immediately prior to the filing of this Certificate of Domestication was Ginsberg, Kaufman & Trister, Inc.
4. The name of the corporation, as set forth in its articles of incorporation, to be filed pursuant to ss. 607.0202 and 607.0401 with this certificate is Ginsberg & Kaufman, Inc.
5. The jurisdiction that constituted the seat, siege, social principal place of business or central administration of the corporation, or any other equivalent thereto under applicable law immediately prior to the filing of the Certificate of Domestication was New York State.

I am the Secretary of Ginsberg, Kaufman, & Trister, Inc. and am authorized to sign this Certificate of Domestication on behalf of the corporation and have done so this 27 day of April, 2000.


(Authorized Signature)

Filing Fee:	\$ 50.00
Certificate of Domestication	\$ 78.75
Articles of Incorporation and Certified Copy	\$128.75
Total to domesticate and file	

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CLERK OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION

ARTICLE I - NAME

The name of this corporation is Ginsberg & Kaufman,
Inc.

ARTICLE II - PRINCIPAL OFFICE

The mailing address of this corporation shall be:
11166 Isle Brook Court
Wellington, Florida 33414

ARTICLE III - PURPOSE

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

ARTICLE IV - CAPITAL STOCK

This corporation is authorized to issue 1,000 shares
of no par value common stock which shall be designated
as "Common Shares".

ARTICLE V - INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of
this corporation is 3732 N.W. 16th Street, Fort Lauderdale,
Florida 33311 and the name of the initial registered agent
of this corporation at that address is Filings, Inc., a
Florida corporation.

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ARTICLE VI - INITIAL BOARD OF DIRECTORS

The Corporation shall initially have three (3) Directors to hold office until the first annual meeting of stockholders and their successors shall have been duly elected and qualified, or until their earlier resignation, removal from office or death. The number of Directors may be either increased or decreased from time to time in accordance with the By-laws of the Corporation. The names and addresss of the initial Directors are:

Kenneth Kaufman
11166 Isle Brook Court, Wellington, Florida 33414
Allen Ginsberg
11166 Isle Brook Court, Wellington, Florida 33414
Jack Trister
11166 Isle Brook Court, Wellington, Florida 33414

ARTICLE VII - INCORPORATOR

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

Filings, Inc., a Florida Corporation
3732 N.W. 16th Street
Fort Lauderdale, Florida 33311

ARTICLE VIII - PRE-EMPTIVE RIGHTS

Every shareholder, upon the sale for cash of any new stock of this corporation shall have the right to purchase his prorata share thereof (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

ARTICLE IX - INDEMNIFICATION

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

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ARTICLE X - AMENDMENT

This corporation reserves the right to amend or repeal any provision 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 Incorporator has executed these Articles of Incorporation on the date of signing.

Dated: May 2, 2000

Filings, Inc.
by Teresa Roman, Vice-President

Teresa Roman
Incorporator

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Certificate designating place of business or domicile for the service of process within Florida, naming agent upon whom process may be served.

In compliance with Section 607.0501, Florida Statutes, the following is submitted:

First that Ginsberg & Kaufman, Inc. , desiring to organize or qualify under the laws of the State of Florida, has named Filings, Inc., a Florida corporation, located at 3732 N.W. 16th Street, Fort Lauderdale, Florida, as its agent to accept service of process within Florida.

Dated: May 2, 2000

Teresa Roman
Teresa Roman, Incorporator

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

Dated: May 2, 2000

Filings, Inc.
by Teresa Roman, Vice-President

Teresa Roman

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FORT LAUDERDALE, FLORIDA

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