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Florida Department of State  
Division of Corporations  
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To: Division of Corporations  
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From: Account Name : EMPIRE CORPORATE KIT COMPANY  
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SECRETARY OF STATE  
KATHERINE HARRIS  
TALLAHASSEE, FLORIDA

00 MAY 25 PM 4: 16

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FLORIDA PROFIT CORPORATION OR P.A.

MASA HOLDINGS, INC.

Certificate of Status	0
Certified Copy	1
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ARTICLES OF INCORPORATION

OF

MASA HOLDINGS, INC.

The undersigned, for the purpose of forming a corporation under the laws of the State of Florida hereby adopts the following Articles of Incorporation.

ARTICLE I

The name of the corporation shall be:

MASA HOLDINGS, INC.

Its business will be carried on in the State of Florida in the United States of America, and elsewhere, as may be authorized by its Board of Directors.

ARTICLE II

The term of existence of the corporation is perpetual.

ARTICLE III

The general nature of the business to be transacted by the corporation shall be:

Financial consulting and incidental to the proper conduct of such business and to engage in all other legal activities pursuant to the laws of the State of Florida and of the United States.

PREPARED BY: DARRYL S. SCHREIBER, ESQUIRE  
SCHREIBER, SCHREIBER & SCHREIBER  
5600 Sheridan Street  
Hollywood, Florida 33021  
Telephone (954) 966-5600  
FBN: 342432

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TALLAHASSEE, FLORIDA

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ARTICLE IV

The maximum number of shares of stock that the corporation is authorized to have outstanding at any time shall be:

Fifty Thousand (50,000) Shares at \$.01 par value

ARTICLE V

Pursuant to Florida Statutes 607.202, the corporation's principal place of business, and its mailing address is 1821 North 17<sup>th</sup> Court, Hollywood, Florida 33020.

ARTICLE VI

The name and street address of the members of the first Board of Directors, who shall hold office for the first year of the corporation's existence or until his successor is elected and has qualified, are as follows:

<u>NAME</u>	<u>ADDRESS</u>	<u>OFFICE</u>
MARTIN SPALECK	1821 North 17 <sup>th</sup> Court Hollywood, Florida 33020	President Sec./Tres. and Director

There shall not be less than (1) Director, at any time.

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ARTICLE VII

The name and street address of the Incorporator to these Articles of Incorporation is as follows:

MARTIN SPALECK  
1821 North 17<sup>th</sup> Court  
Hollywood, Florida 33020

IN WITNESS WHEREOF, I have hereunto set my hand and seal this 23<sup>rd</sup> day of May 2000.

  
MARTIN SPALECK

STATE OF FLORIDA     )  
                                  )SS:  
COUNTY OF BROWARD    )

I HEREBY CERTIFY that on this day, before me a Notary Public duly authorized in the State and County above named, to take acknowledgments, personally appeared, MARTIN SPALECK, personally known to me to be the person described as Incorporator in and who executed the foregoing Articles of Incorporation.

WITNESS my hand and official seal in the County and State named above this 23<sup>rd</sup> day of May 2000.

  
NOTARY PUBLIC

My Commission Expires:



Darryl Schraiber  
MY COMMISSION # CC759210 EXPIRES  
August 25, 2002  
BONDED THIRD PARTY INSURANCE, INC.

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TOTAL P.05

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**CERTIFICATE DESIGNATING PLACE OF BUSINESS  
OR DOMICILE FOR THE SERVICE OF PROCESS  
WITHIN THIS DATE, NAMING AGENT UPON WHOM  
PROCESS MAY BE SERVED**

In pursuance of Chapter 48.091, Florida Statutes, the following is submitted, in compliance with said Act:

FIRST: That MASA HOLDINGS, INC., desiring to organize under the laws of the State of Florida with its principal office, as indicated in the Articles of Incorporation in the City of Hollywood, County of Broward, State of Florida has named DARRYL S. SCHREIBER, ESQUIRE, who is located at 5600 Sheridan Street, Hollywood, Florida 33021, as its agent to accept process within this State.

**ACKNOWLEDGMENT**

Having been named to accept service of process for the above named corporation, at the place designed in this Certificate, I hereby accept to act in this capacity and agree to comply with the provisions of said Act relating to keeping open said office.

  
DARRYL S. SCHREIBER

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