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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 : EMPIRE CORPORATE KIT COMPANY

Account Number : 072450003255

Phone : (305) 541-3694

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FLORIDA PROFIT CORPORATION OR P.A.

FAL, INC.

Certificate of Status	0
Certified Copy	1
Page Count	04
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(14)

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ARTICLES OF INCORPORATION

OF

FAL, INC.

The undersigned incorporator hereby forms a corporation under the Florida Business Corporation Act, and Chapter 607, Florida Statutes, and hereby adopts the following Articles of Incorporation:

Article I

Name of Corporation

The name of this corporation shall be:

FAL, INC.

Article II

General Purpose

This corporation is organized for the purpose of conducting any and all lawful business which may be conducted in the State of Florida

Article III

Principle Office

The street address of the initial principle office of this corporation is:

225 NE Mizner Blvd.
Suite 300
Boca Raton, Florida 33432

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Article IV

Capital Stock

The maximum number of shares of stock that this corporation is authorized to issue is 1000 shares of common stock having a par value of one cent (\$.01) per share.

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Prepared by:

Frank A. Luceri, P.A., Frank A. Luceri, Esq., 225 NE Mizner Blvd., Suite 300, Boca Raton, Florida 33432, (561) 620-3250
Florida Bar No.: 0001449

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**Article V
Directors and Officers**

The name and address of the Directors and Officers of this corporation are as follows:

Frank A. Luceri, Director and President
225 NE Mizner Blvd.
Suite 300
Boca Raton, Florida 33432


**Article VI
Registered Office**

The street address of the initial registered office of this corporation is :

225 NE Mizner Blvd.
Suite 300
Boca Raton, Florida 33432

**Article VII
Initial Registered Agent**

The undersigned, an individual resident of the State of Florida, whose business office is identical to the initial registered office of this corporation, is hereby appointed as the registered agent of this corporation. The undersigned, simultaneously with his designation as registered agent, hereby accepts the appointment as Registered Agent for this corporation on whom process may be served. The undersigned hereby states that he is familiar with, and accepts, the obligations of the position of Registered Agent for this corporation.

s/  (Seal)
Frank A. Luceri, Esq.
Registered Agent

**Article VIII
Incorporator(s)**

The name and street address of the incorporators of this corporation are:

Frank A. Luceri
225 NE Mizner Blvd.
Suite 300
Boca Raton, Florida 33432

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**Article IX
Bylaws**

The power to adopt, alter, amend, or repeal bylaws shall be vested in, and is hereby reserved to, the shareholders. Bylaws shall be adopted, altered, amended, or repealed as provided in the bylaws.

IN WITNESS WHEREOF, the undersigned incorporators executed these Articles of Incorporation this 6th day of October, 2000.

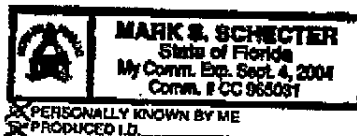
s/ Frank A. Luceri
Frank A. Luceri
Incorporator

State of Florida)
)
County of Palm Beach)

The foregoing Articles of Incorporation were acknowledged before me this 6th day of October, 2000, by Frank A. Luceri, who is/are personally known to me or produced Driver's License as identification.

Mark S. Schecter
Notary Public
State of Florida

My Commission Expires:



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TALLAHASSEE, FLORIDA

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