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January 2, 2001

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*****78.75 *****78.75

Department of State
Division of Corporations
P.O. Box 6327
Tallahassee, Florida 32314

Re: Maser Enterprises, Inc.

Dear Sirs:

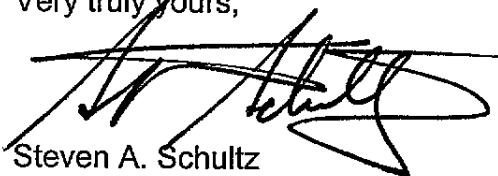
EFFECTIVE DATE

01-03-01

Enclosed is an original and one copy of the Articles of Incorporation of Maser Enterprises, Inc. along with a check in the amount of \$78.75 to cover the filing fee and the return of a file-stamped copy to the undersigned.

Kindest regards.

Very truly yours,


Steven A. Schultz

SAS\bjc

Enclosures

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FILED
01 JAN -5 AM 10:27
TALLAHASSEE, FLORIDA

T. Burch JAN 10 2001

ARTICLES OF INCORPORATION
OF
MASER ENTERPRISES, INC.

FILED
01 JAN -5 AM 10:27
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

I, the undersigned, being of legal age and a natural person, do hereby subscribe to, acknowledge and file the following Articles of Incorporation for the purpose of creating a corporation under the laws of the State of Florida.

ARTICLE I
NAME and PRINCIPAL OFFICE

The name of this corporation shall be MASER ENTERPRISES, INC., and the principal place of business and mailing address of this corporation shall be located at 2011 South Perimeter Road, Suite I, Ft. Lauderdale, Florida 33309. The corporation has the privilege of having branch offices within or without the State of Florida.

ARTICLE II
DURATION

EFFECTIVE DATE
01-02-01

This corporation shall commence its existence as of January 2, 2001, and shall exist perpetually thereafter unless sooner dissolved according to law.

ARTICLE III
PURPOSE

This corporation may engage in any activity or business permitted under the laws of the State of Florida.

ARTICLE IV
CAPITALIZATION

The capital stock authorized, the par value thereof, and the characteristics of such stock shall be as follows:

<u>Number of Shares</u> <u>Authorized</u>	<u>Par Value</u> <u>Per Share</u>	<u>Class of</u> <u>Stock</u>
10,000	\$ 0.10	Common

The consideration for all of the said stock shall be payable in cash, property, real or personal, labor or services in lieu of cash, at a just valuation to be fixed by the Board of Directors of the corporation.

No shareholder shall have a pre-emptive right to purchase additional shares of the corporation's stock.

ARTICLE V
INITIAL DIRECTORS

The corporation shall have a board of directors consisting of one or more persons as determined from time to time by the shareholders in accordance with the by laws. Initially, the number of directors shall be one, and the following person shall serve in that capacity until the shareholders determine otherwise:

NAME

ADDRESS

Brian Maser

2011 South Perimeter Road
Suite I
Ft. Lauderdale, Florida 33309

ARTICLE VI
INITIAL REGISTERED OFFICE AND AGENT

The initial registered office of this corporation shall be at 100 S.E. 2nd Street, Suite 2800, Miami, Florida 33131, and the initial registered agent at that address shall be Steven A. Schultz.

ARTICLE VII
INCORPORATOR

The name and address of the Incorporator is Steven A. Schultz, 100 S.E. 2nd Street, Suite 2800, Miami, Florida 33131.

ARTICLE VIII
DIRECTOR CONFLICT OF INTEREST

No contract or other transaction between this corporation and any other corporation, and no act of this corporation, shall in any way be affected or invalidated by the fact that any of the directors of this corporation are pecuniarily or otherwise interested in, or are directors or officers of, such other corporation. Any director individually, or any firm of which any director may be a member, may be a party to, or may be pecuniarily or otherwise interested in, any contract or transaction of this corporation, provided that the fact that such director or such firm is so interested shall be disclosed or shall have been known to the Board of Directors or a majority thereof, and any director of this corporation who is also a director or an officer of such other corporation, or who is so interested, may be counted in determining the existence of a quorum at any meeting of the Board of Directors of this corporation which shall authorize any such contract or transaction, with like force and effect as if such director were not such a director or officer of such other corporation, or not so interested.

ARTICLE IX
NO SHAREHOLDER LIABILITY

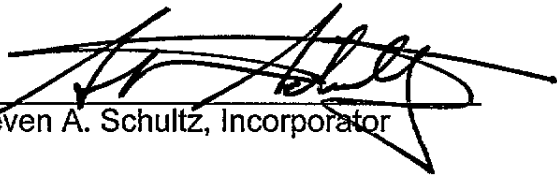
The private property of the shareholders shall not be subject to payment of the corporation's debts to any extent.

ARTICLE X
INDEMNIFICATION

This corporation shall indemnify its officers, directors and employees to the fullest extent permitted by law, either now or hereafter in effect.

* * * * *

IN WITNESS WHEREOF, I, the undersigned, being the Incorporator hereinbefore named, for the purpose of forming a corporation to do business both within and without the State of Florida, under the laws of Florida, make and file these Articles of Incorporation, hereby declaring and certifying that the facts herein stated are true, and hereunto set my hand and seal this 2nd day of January, 2001.



Steven A. Schultz, Incorporator

**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 the laws of the State of Florida, the following is submitted:

MASER ENTERPRISES, INC., desiring to organize or qualify under the laws of the State of Florida, with its principal place of business located at 2011 South Perimeter Road, Suite I, Ft. Lauderdale, Florida has named STEVEN A. SCHULTZ, 100 S.E. 2nd Street, Suite 2800, Miami, Dade County, Florida 33131, as its statutory Registered Agent to accept service of process within Florida.

ACKNOWLEDGMENT

Having been named the statutory Registered Agent to accept service of process for the above corporation, at the place designated in this certificate, I hereby acknowledge that I am familiar with the obligations imposed upon a Registered Agent by Section 607.0505 of the Florida Statutes and I agree to accept the same and to act as Registered Agent, and to comply with the provisions of Florida law relative to keeping the registered office open.


Steven A. Schultz, Registered Agent

DATED: this 2nd day of January, 2001

FILED
01 JAN -5 AM 10:27
SECRETARY OF STATE
TALLAHASSEE, FLORIDA