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Phillip Feldman
1900 N.E. 57th Street
Fort Lauderdale, FL 33308-2440

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

000003562650--6
-01/22/01--01096--004
*****78.75 *****78.75

SUBJECT: Phillip Feldman, Inc.

Enclosed is an original and one (1) copy of the articles of incorporation. A check for \$78.75, for filing fee and certified copy is enclosed.

FROM: Phillip Feldman
1900 N.E. 57th Street
Fort Lauderdale, FL 33308-2440

FILED
01 JAN 22 PM 2:09
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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ARTICLES OF INCORPORATION

OF

Phillip Feldman, Inc.

FILED

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**SECRETARY OF STATE
TALLAHASSEE, FLORIDA**

The undersigned incorporator, for purpose of forming a corporation under the Florida Business Corporation Act, hereby adopts the following Articles of Incorporation.

ARTICLE I - NAME

The name of the corporation shall be: Phillip Feldman, Inc.

ARTICLE II - PRINCIPAL OFFICE

The principal place of business and mailing address of the corporation shall be:
1900 N.E. 57th Street, Fort Lauderdale, FL 33308-2440

ARTICLE III - SHARES

The number of shares of stock that this corporation is authorized to have outstanding any one time is 100 shares.

ARTICLE IV - INITIAL REGISTERED AGENT AND STREET ADDRESS

The name and address of the initial registered agent is Phillip Feldman, and the address is
1900 N.E. 57th Street, Fort Lauderdale, FL 33308-2440

ARTICLE V - OFFICERS

The Officer and President of the corporation is Phillip Feldman

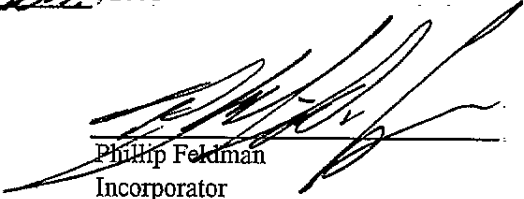
ARTICLE VI - INCORPORATOR

The name and address of the incorporator(s) to these Articles of Incorporation is:

Name	Address
Phillip Feldman	1900 N.E. 57th Street Fort Lauderdale, FL 33308-2440

The undersigned incorporators have executed theses Articles of Incorporation this

15 day of Jan, 2001


Phillip Feldman
Incorporator

**CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT/REGISTERED OFFICE**

PURSUANT TO THE PROVISIONS OF SECTION 607.0501 OR 617.0501, 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: Phillip Feldman, Inc.

2. The name and address of the registered agent and office is:

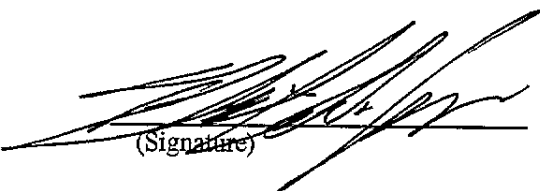
Phillip Feldman

1900 N.E. 57th Street

Fort Lauderdale, FL 33308-2440

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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)


(Date)