

**CORPORATE
ACCESS,
INC.**

PO1000015512

236 East 6th Avenue . Tallahassee, Florida 32303

P.O. Box 37066 (32315-7066) ~ (850) 222-2666 or (800) 969-1666 . Fax (850) 222-1666

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Articles

1.) Alda ? Associates, Inc.
(CORPORATE NAME & DOCUMENT #)

2.) _____
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3.) _____
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4.) _____
(CORPORATE NAME & DOCUMENT #)

5.) _____
(CORPORATE NAME & DOCUMENT #)

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01 FEB -9 AM 8:03
SECRETARY OF STATE
TALLAHASSEE FLORIDA

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-02/08/01-01059-004
*****70.00 *****70.00

SPECIAL INSTRUCTIONS _____

RECEIVED
01 FEB -8 AM 10:40
DIVISION OF CORPORATION

SMITH FEB 12 2001

"When you need ACCESS to the world"
CALL THE FILING AND RETRIEVAL AGENCY DEDICATED TO SERVING YOU!

*5! wot-3000
10-2-01*



FLORIDA DEPARTMENT OF STATE
Katherine Harris
Secretary of State

February 8, 2001

CORPORATE ACCESS, INC.
236 E. 6TH AVE.
TALLAHASSEE, FL 32303

SUBJECT: ALDA & ASSOCIATES, INC.
Ref. Number: W01000003060

*Corrected
2/9/01*

We have received your document for ALDA & ASSOCIATES, INC. and your check(s) totaling \$70.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an existing entity.

Please select a new name and make the correction in all appropriate places. One or more major words may be added to make the name distinguishable from the one presently on file.

Adding "of Florida" or "Florida" to the end of a name is not acceptable.

Please return the original and one copy of your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 487-6929.

Joey Bryan
Document Specialist

Letter Number: 001A00007841

RECEIVED
01 FEB -9 PM 4:44
DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION

OF

ALDA & ASSOCIATES INTERNATIONAL, INC.

FILED
01 FEB -9 AM 8:50
SECRETARY OF STATE
TALLAHASSEE FLORIDA

The undersigned, being a natural person, does hereby act as incorporator in adopting the following Articles of Incorporation for the purpose of organizing a business corporation pursuant to the provisions of the Florida General Corporation Act.

FIRST: The name of the corporation (hereinafter called the "Corporation") is ALDA & Associates International, Inc.

SECOND: The principal office or mailing address of the Corporation is 9120 Broad Street, Boca Raton, Florida 33434.

THIRD: The duration of the Corporation shall be perpetual.

FOURTH: The aggregate number of shares of stock that the Corporation is authorized to have outstanding at any one time is one thousand (1000), all of which shall have a par value of one cent (\$.01) each and are of the same class and are to be common shares.

FIFTH: The name and street address of the incorporator is as follows:

David H. Fater
9120 Broad Street
Boca Raton, Florida 33434

SIXTH: The Corporation shall, to the fullest extent permitted by the provisions of the Florida General Corporation Act, as the same may be amended and supplemented, and in the manner provided for in the By-Laws, indemnify any and all persons whom it shall have power to indemnify under said provisions.

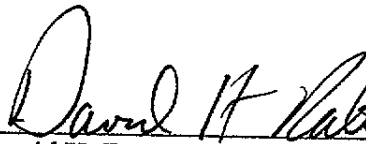
SEVENTH: The Corporation's corporate existence shall commence as of the date upon which the incorporator named in these Articles of Incorporation shall have subscribed and acknowledged the same, so long as these Articles of Incorporation are received and filed by the Department of State within five (5) days, exclusive of legal holidays, after such date the incorporator shall have subscribed and acknowledged these Articles of Incorporation. In the event these Articles are not received within such five (5) day period, then the corporation's corporate existence shall commence upon the filing of these Articles of Incorporation by the Department of State, State of Florida.

CERTIFICATE OF DESIGNATION
REGISTERED AGENT/REGISTERED OFFICE

Pursuant to the provisions of Section 607.0505, Florida Statutes (1991), 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 ALDA & Associates International, Inc.
2. The name and address of the registered agent and office is:

Law Office of Jeffrey L. Greenberg, P.A.
4800 N. Federal Highway, Suite 304D
Boca Raton, FL 33431



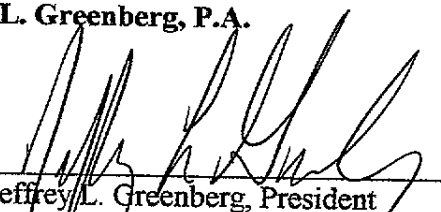
David H. Fater
INCORPORATOR

Date: February 2, 2001.

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SECRETARY OF STATE
TALLAHASSEE FLORIDA

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, AND I FURTHER AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATIVE TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES, AND I ACCEPT THE DUTIES AND OBLIGATIONS OF SECTION 607.0505, FLORIDA STATUTES.

Law Office of
Jeffrey L. Greenberg, P.A.

By: 
Jeffrey L. Greenberg, President
Signature of Registered Agent

Date: February 6, 2001.