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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
Fax Number : (305) 541-3770

FLORIDA PROFIT CORPORATION OR P.A.

KENNETH L. BEDNAR, P.A.

Certificate of Status	0
Certified Copy	1
Page Count	05
Estimated Charge	\$78.75

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ARTICLES OF INCORPORATION

OF

KENNETH L. BEDNAR, P.A.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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ARTICLE I - NAME:

The name of the corporation shall be:

KENNETH L. BEDNAR, P.A.

ARTICLE II - DURATION:

The corporation shall have perpetual existence beginning with the date of acceptance of the corporation by the Secretary of State of the State of Florida.

ARTICLE III - PURPOSE:

This corporation is organized for the purpose of transacting any or all lawful business as a law firm.

ARTICLE IV - CAPITAL STOCK:

This corporation is authorized to issue 100 shares of One Dollar (\$1.00) par value common stock which shall be designated as "Common Shares."

ARTICLE V - PRE-EMPTIVE RIGHTS

Every shareholder, upon the sale for cash of any new stock of this corporation, shall have the right to purchase his/her pro-rata share thereof (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

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H 01000020373**ARTICLE VI - INITIAL REGISTERED OFFICE AND AGENT:**

The street address of the initial principal office of the corporation is 1200 N. Federal Highway, Suite 301, Boca Raton, FL 33432. The name and address of the initial Registered Agent of the corporation is Kenneth L. Bednar, Esq., 1200 N. Federal Highway, Suite 301, Boca Raton, FL 33432.

ARTICLE VII - INITIAL BOARD OF DIRECTORS:

This corporation shall have one director(s) constituting the initial Board of Directors. The number of directors may be either increased or decreased from time to time by the bylaws, however, there shall never be less than one Director nor more than five. The name(s) and address(es) of the initial Board of Directors of the corporation is: Kenneth L. Bednar, 1200 N. Federal Highway, Suite 301, Boca Raton, FL 33432.

ARTICLE VIII - OFFICERS:

The names and addresses of the initial officer(s) of the corporation who shall hold office for the first year of the corporation, or until their successors are elected or appointed are:

Kenneth L. Bednar 1200 N. Federal Highway, Suite 301, Boca Raton, FL 33432.
President and Secretary

ARTICLE IX - INCORPORATOR:

The name and address of the person signing these Articles is: Kenneth L. Bednar, Esq., 1200 N. Federal Highway, Suite 301, Boca Raton, FL 33432.

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ARTICLE X - BY-LAWS:

The power to adopt, alter, amend or repeal the By-Laws shall be vested in the Board of Directors and Stockholders.

ARTICLE XI - STOCKHOLDERS MEETING REQUIRED:

Any action of the stockholders of the corporation must be taken at a meeting of the stockholders of the corporation duly called as provided by law.

ARTICLE XII - INDEMNIFICATION:

The corporation shall indemnify any officer or director, or any former officer or director, to the fullest extent permitted by law.

ARTICLE XIII - AMENDMENT:

The corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment hereto, and any right conferred upon the stockholders is subject to this reservation.

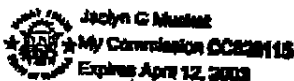
IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation this 23rd day of February, 2001.

STATE OF FLORIDA)
) ss.
COUNTY OF PALM BEACH)

Kenneth L. Bednar
KENNETH L. BEDNAR

BEFORE ME, a notary public authorized to take acknowledgment in the State and County aforesaid, personally appeared Kenneth L. Bednar, to me known and known to me to be the person who executed the foregoing Articles of Incorporation, and who acknowledged before me that she executed the same.

My Commission Expires:



Jaclyn G. Mustaz
NOTARY PUBLIC, State of Florida

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


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In compliance with Chapter 48.091, Florida Statutes, the following is submitted:

FIRST: That **KENNETH L. BEDNAR, P.A.**, is desirous of incorporating under the laws of the State of Florida, with its principal office as indicated in the Articles of Incorporation in City of Boca Raton, County of Palm Beach, State of Florida, has named Kenneth L. Bednar., located at 1200 North Federal Highway, Suite 301, Boca Raton, Florida 33432, in the County of Palm Beach and the State of Florida as its Agent to accept service of process within this state.

ACKNOWLEDGMENT:

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


Kenneth L. Bednar
Resident Agent

Dated: February 23, 2001

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