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REFERENCE : 147399 100198A
AUTHORIZATION : *Patricia Pigute*
COST LIMIT : \$ 70.00

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2001 MAY 11 PM 3:36
SECRETARY OF STATE
TALLAHASSEE FLORIDA

ORDER DATE : May 11, 2001
ORDER TIME : 1:14 PM
ORDER NO. : 147399-005
CUSTOMER NO: 100198A

CUSTOMER: Seth Cohen, Esq
Fogel & Cohen Attorneys &
Counselors At Law
Suite 111
2500 N. Military Trail
Boca Raton, FL 33431

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DOMESTIC FILING

NAME: PETER LEVINE ASSOCIATES, INC.

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX PLAIN STAMPED COPY

CONTACT PERSON: Norma Hull - EXT. 1115
EXAMINER'S INITIALS:

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DIVISION OF CORPORATION

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ARTICLES OF INCORPORATION

OF

Peter LeVine Associates, Inc.

The undersigned incorporator does hereby make, subscribe, file and acknowledge these Articles of Incorporation for the purpose of organizing a corporation under the Florida Business Corporation Act.

ARTICLE I: NAME OF CORPORATION

The name of the Corporation shall be Peter LeVine Associates, Inc.

ARTICLE II: PURPOSE

The purpose for which this Corporation is organized is to engage in any lawful activity or to transact any lawful business for which corporations may be incorporated pursuant to the Florida Business Corporation Act, Chapter 607, Florida Statutes, as amended.

ARTICLE III: PRINCIPAL OFFICE

The principal office and mailing address of the Corporation is 4400 N. Federal Highway, Suite 210, Boca Raton, Florida 33431.

ARTICLE IV: TERM OF EXISTENCE

The Corporation shall exist perpetually.

ARTICLE V: CAPITAL STOCK

The total authorized capital stock of the Corporation shall be One Thousand (1000) shares of common stock having a par value of \$1.00 per share. All of said stock shall be payable in cash,

patents, stock, notes, accounts, claims, real estate or other property at a just valuation to be fixed by the Board of Directors at a meeting called for that purpose. Property, but not labor or services, may be purchased or paid for with the capital stock at a just valuation to be fixed by the Board of Directors at a meeting called for that purpose.

ARTICLE VI: REGISTERED OFFICE AND AGENT

The address of the initial registered office of the Corporation is 4400 N. Federal Highway, Suite 210, Boca Raton, Florida 33431. The name of the initial registered agent at that address is Peter LeVine.

ARTICLE VII: BOARD OF DIRECTORS

The business of the Corporation shall be managed by its Board of Directors, the number of which shall be determined in accordance with the Bylaws of the Corporation. Initially the Board of Directors shall consist of one (1) member, the name and address of who is:

NAME

ADDRESS

Peter LeVine

4400 N. Federal Highway, Suite 210
Boca Raton, Florida 33431

The initial Directors may serve from time to time and may, by resolution, fix the number constituting the Board of Directors and may also name the persons to fill vacancies on the Board of Directors created by an increase in the number of Directors which occurs between annual meetings.

ARTICLE VIII: PREEMPTIVE RIGHTS

Holders of common stock of the Corporation shall have the right to subscribe for and purchase their pro rata shares of any new common stock which may be issued by the Corporation at

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the price at which the new common stock is offered to others.

ARTICLE IX: INCORPORATOR

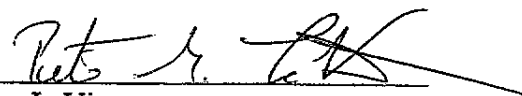
The name and address of the person signing these Articles of Incorporation as Incorporator is:

Peter LeVine
4400 N. Federal Highway, Suite 210
Boca Raton, Florida 33431

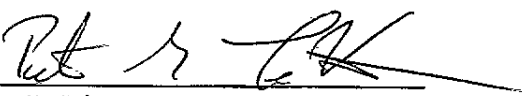
ARTICLE X: INDEMNITY

It is the intention of the Corporation to indemnify its Officers, Directors, employees and agents to the extent permitted by Section 607.0850, Florida Statutes.

IN WITNESS WHEREOF, the undersigned Incorporator executed these Articles of Incorporation this 8th day of May, 2001.


Peter LeVine

The undersigned, named as the registered agent in Article VI of these Articles of Incorporation, hereby accepts the appointment as such registered agent, and acknowledges that she is familiar with and accepts the obligations imposed upon registered agents under the Florida Business Corporation Act, including specifically Section 607.325.


Peter LeVine