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To:

Division of Corporations

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From:

Account Name : EMPIRE CORPORATE KIT COMPANY

Account Number : 072450003255 Fhone : (305)634-3694 Fax Number : (305)633-9696

FLORIDA PROFIT CORPORATION OR P.A.

MATTHEW SARRO, P.A.

Certificate of Status	0
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SECRETARY OF STATE TALLAHASSI F, FLORIDA

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HO100071033 ARTICLES OF INCORPORATION



OF

MATTHEW SARRO, P.A.

ARTICLEL

The name of this Corporation is:

MATTHEW SARRO, P.A.

ARTICLEIL

This Corporation shall exist in perpetuity commencing on the date of execution and acknowledgment of these Articles of Incorporation.

ARTICLE III

The Corporation shall engage in the practice of real estate and business appraisal as permitted under the laws of the United States and the State of Florida.

ARTICLE IV.

This Corporation is authorized to issue 10,000 shares of \$1.00 par value common stock which shall be designated as "Common Shares."

ARTICLE V.

In the event of any voluntary or involuntary liquidation, dissolution or winding up of this Corporation the assets of the Corporation shall be payable to and distributed ratably among the holders of record of the Common Shares.

<u>ARTICLE VI</u> <u>VOTING RIGHTS:</u>

Except as otherwise provided by Law, the entire voting power for the election of Directors and for all other purposes shall be vested exclusively in the holders of the ourstanding Common Shares.

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Prepared By: MARK B. GOLDSTEIN, ESQUIRE MARK B. GOLDSTEIN P.A. 2700 N. MILITARY TRAIL, SUITE 220 BOCA RATON, FL 33431 (361) 989-9955

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ARTICLE VIL PREEMPTIVE RIGHTS:

Every shareholder, upon the sale for cash of any new stock of this Corporation of the same kind, class or series as that which he already holds, shall have the right to purchase his 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.

ARTICLE VIII

The street address of the initial registered office of this Corporation is: 2700 N. MILITARY TRAIL, SUITE 220, BOCA RATON, FLORIDA 33431, and the name of the initial registered agent of this Corporation at that address is: MARK B. GOLDSTEIN, and the principal place of business of the corporation is 5400 NW 21ST TERRACE, FORT LAUDERDALE, FLORIDA 33309.

ARTICLETX

This Corporation shall have Two (2) Directors initially. The number of Directors may be either increased or diminished from time to time but shall never be less than one (1). The names and address of the initial Directors of this Corporation are:

MATTHEW SARRO 5400 NW 21ST TERRACE FORT LAUDERDALE, FLORIDA 33309

MARK B. GOLDSTEIN 2700 N. MILITARY TRAIL, SUITE 220 BOCA RATON, FLORIDA 33431

ARTICLE X.

The name and address of the person or entity signing these Articles of Incorporation

is:

MARK B. GOLDSTEIN 2700 N. MILITARY TRAIL, SUITE 220 BOCA RATON, FLORIDA 33431

ARTICLE XI. AMENDMENT:

This Corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendments thereto, and any right conferred upon the shareholders is subject to this reservation.

IN WITNESS WH	IEREOF, the undersigned subscriber has executed these Articles
of Incorporation this 4	day of June, 2001.
	MATTHEY SARRO, P.A. BY: MARK B. GOLDSTEIN, Incorporator
STATE OF FLORIDA)
COUNTY OF PALM BEACH)
known to me to be the person decknowledged before me that he	IFY on this day, before me, an officer duly authorized to lowledgments, personally appeared MARK B. GOLDSTEIN escribed in and who executed the foregoing instrument, who executed the same, that I relied upon the following form of person; i.e., Florida Drivers License and that an oath was not
WITNESS my hand and State aforesaid.	and official seal, this day of June, 2001, in the County
	PRINT NAME NOTARY PUBLIC, STATE OF FLORIDA My commission expires: Commission No: singela Warsheiki Commission # CC 896172
	Broires Jan. 29, 2004 Bonded Thru Atlantic Bonding Co., Inc.

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

IN PURSUANCE OF CHAPTER 607.34, FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED IN COMPLIANCE WITH SAID ACT:

FIRST THAT MATTHEW SARRO, P.A., DESIRING TO ORGANIZE UNDER THE LAWS OF THE STATE OF FLORIDA, WITH ITS PRINCIPAL OFFICE, AS INDICATED IN THE ARTICLES OF INCORPORATION AT 5400 N.W. 21ST TERRACE, FORT LAUDERDALE, FLORIDA 33309. HAS NAMED MARK B. GOLDSTEIN, LOCATED AT 2700 N. MILLITARY TRAIL, SUITE 220, BOCA RATON, FLORIDA 33431, AS ITS AGENT TO ACCEPT SERVICE OF PROCESS WITHIN FLORIDA.

MATTHEW SARRO, P.A.

MARK B GOLDSTEIN, Incorporator

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 FURTHER AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATIVE TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES.

MATTHEW SARKO, P.A.

WSARKO, P.A. CARE SECONDARY OF THE SECON

STATE OF FLORIDA

COUNTY OF PALM BEACH

I HEREBY CERTIFY on this day, before me, an officer duly authorized to administer oaths and to take acknowledgments, personally appeared MARK B. GOLDSTEIN, known to me to be the person described in and who executed the foregoing instrument, who acknowledged before me that he executed the same, that I relied upon the following form of identification of the above-named person; Florida Drivers License and that an oath was not taken.

WITNESS my hand and official seal, this day of June, 2001, in the County and State aforesaid.

Angela Warshefski
Commission # CG 396172
Expires Jan. 29, 2004
Bonded Thru
Atlantic Bonding Co., Inc.

PRINT NAME:
NOTARY PUBLIC, STATE OF FLORIDA
My Commission Expires

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