

P01000068034

Law Offices
Jim E. Solomon & Associates, P.A.

A Professional Association
Suite 200
800 East Cypress Creek Road
Fort Lauderdale, Florida 33334
Telephone (954) 771-1170
Telecopier (954) 771-1116

FILED
01 JUL -6 AM 10:22
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Jim E. Solomon

David Brown
Member New York Bar Only
Of Counsel

July 2, 2001

Department of State
Division of Corporations
409 East Gaines Street
Tallahassee, Florida 32399

600004462496--7
-07/06/01--01068--001
*****70.00 *****70.00

Re: Florida Incorporation – Asset Protection Strategists, Inc.

Dear Sir or Madam:

I am enclosing for filing the original and one (1) copy of the Articles of Incorporation and Certificate of Designation of Registered Agent/ Registered Office for a Florida incorporation, together with this Firm's check in the amount of \$70.00 for filing the Articles and for Designation of Registered Agent.

Thank you for your cooperation in this matter.

Very truly yours,

JIM E. SOLOMON & ASSOCIATES, P.A.

By: 
Beverly J. Hosek CLA

bjh
Enclosures
cc: Client

FILED
01 JUL -6 AM 10:22
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

**ARTICLES OF INCORPORATION
OF
ASSET PROTECTION STRATEGISTS, INC.**

The undersigned Incorporator, for the 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: **Asset Protection Strategists, Inc.**

ARTICLE II - PRINCIPAL OFFICE/MAILING ADDRESS

The street address of the principal office of the Corporation is:

800 East Cypress Creek Road, Suite 200
Fort Lauderdale, Florida 33334

ARTICLE III - SHARES

The maximum number of shares this Corporation is authorized to issue is: Five Hundred (500) Shares, all of which shall be Common Shares.

ARTICLE IV - INITIAL REGISTERED AGENT AND STREET ADDRESS

The name and address of the initial Registered Agent and the Corporation's Registered Office are:

Eugene J. Daly, Jr.
800 East Cypress Creek Road, Suite 200
Fort Lauderdale, Florida 33334

ARTICLE V - INCORPORATOR

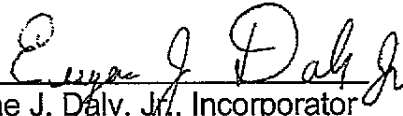
The name and address of the person signing these Articles of Incorporation are:

Eugene J. Daly, Jr.
800 East Cypress Creek Road, Suite 200
Fort Lauderdale, Florida 33334

ARTICLE VI - INDEMNIFICATION

The Corporation shall indemnify its directors, officers, employees, and agents to the fullest extent permitted by law.

IN WITNESS WHEREOF, the undersigned Incorporator has executed these Articles of Incorporation this 28th day of June 2001.

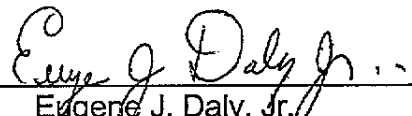


Eugene J. Daly, Jr., Incorporator

**ACCEPTANCE OF
REGISTERED AGENT**

Having been named as Registered Agent and to accept service of process for the above-stated Corporation at the place designated in the Articles of Incorporation, 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.

Dated: June 28, 2001



Eugene J. Daly, Jr.

FILED
01 JUL -6 AM 10:22
SECRETARY OF STATE
TALLAHASSEE, FLORIDA