

CAPITAL CONNECTION, INC.

417 E. Virginia Street, Suite 1 • Tallahassee, Florida 32301
(850) 224-8870 • 1-800-342-8062 • Fax (850) 222-1222

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The Berlin Group, Inc

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01 JUL 26 PM 12:44
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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Art of Inc. File _____

LTD Partnership File _____

Foreign Corp. File _____

L.C. File _____

Fictitious Name File _____

Trade/Service Mark _____

Merger File _____

Art. of Amend. File _____

RA Resignation _____

Dissolution / Withdrawal _____

Annual Report / Reinstatement _____

Cert. Copy _____

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Photo Copy _____

Certificate of Good Standing _____

Certificate of Status _____

Certificate of Fictitious Name _____

Corp Record Search _____

Officer Search _____

Fictitious Search _____

Fictitious Owner Search _____

Vehicle Search _____

Driving Record _____

UCC 1 or 3 File _____

UCC 11 Search _____

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J. BRYAN JUL 26 2001

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION
OF
THE BERLIN GROUP, INC.

* * * * *

Signed by the undersigned for the purpose of forming a corporation under the Florida Business Corporation Act.

FIRST: The name of the corporation is THE BERLIN GROUP, INC.

SECOND: The purposes for which this corporation is organized are to engage in any activity within the purposes for which corporations may be organized under the Florida Business Corporation Act.

THIRD: The address of the corporation's initial registered office and the name of the corporation's initial registered agent at such address are Leland Berlin, 3300 University Drive, Suite 403, Coral Springs, Florida, 33065.

FOURTH: The initial principal office of the Corporation shall be located at 3300 University Drive, Suite 403, Coral Springs, Florida, 33065.

FIFTH: The total authorized capital stock of the corporation shall consist of one thousand (1,000) shares without par value.

SIXTH: The number of directors constituting the first Board of Directors is two (2) and the names and addresses of the persons who are to serve as such directors are:

Leland Berlin and Sherry P. Berlin.

3300 University Drive, Suite 403


Coral Springs, Florida, 33065.

SEVENTH: A director or officer of the Corporation shall not be personally liable to the Corporation or its shareholders for monetary damages for breach of fiduciary duty as a director or officer, except for liability (a) for any breach of the director's or officer's duty of loyalty to the Corporation or its shareholders, (b) for acts or omissions not in good faith or that involve intentional misconduct or a knowing violation of law, (c) for any transaction from which the director or officer derived an improper personal benefit, or (d) expressly provided under the Florida Business Corporation Act. If the Florida Business Corporation Act is hereafter amended to authorize the further elimination or limitation of the liability of directors and officers then the liability of a director or officer of the Corporation, in addition to the limitation on personal liability provided herein, shall be eliminated or limited to the fullest extent permitted by the Florida Business Corporation Act, as so amended.

EIGHTH: The name and address of the incorporator is Leland Berlin, 3300 University Drive, Suite 403, Coral Springs,

Florida, 33065.

IN WITNESS WHEREOF, these Articles of Incorporation have
been signed this 20 day of JULY, 2001.


Leland Berlin

Sole Incorporator

ACCEPTANCE OF REGISTERED AGENT

PURSUANT TO THE PROVISIONS OF THE FLORIDA BUSINESS CORPORATION ACT, THE BERLIN GROUP, INC. HEREBY SUBMITS THE FOLLOWING STATEMENT IN DESIGNATING THE REGISTERED OFFICE/REGISTERED AGENT IN THE STATE OF FLORIDA.

1. The name of the corporation is THE BERLIN GROUP, INC.

2. The name and address of the registered agent and office is Leland Berlin, 3300 University Drive, Suite 403, Coral Springs, Florida, 33065.

Having been named as registered agent and to accept the service of process for the above stated corporation at the place designated in this Acceptance, 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.


Leland Berlin

JULY 20, 2001
DATE

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