

P010000799B

Matthew L. Sechter
503 S.E. Mizner Boulevard
Suite 73
Boca Raton, Florida 33432
TEL (561) 347-9140

FILED
01 AUG -8 PM 2:01
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

July 30, 2001

Florida Department of State
Bureau of Corporate Records
Division of Corporations
P.O. Box 6327
Tallahassee, Florida 32314

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*****70.00 *****70.00

Dear Sir or Madam:

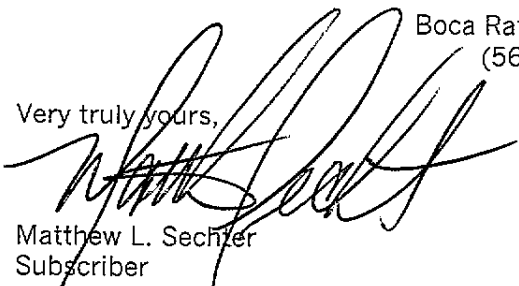
Enclosed please find two copies of the Articles of Incorporation for filing and a check in the amount of \$70.00 for the filing fees for the company listed below:

BULL & BEAR, INC.
C/O PASSALACQUA and SECHTER
503 S.E. MIZNER BOULEVARD
Suite 73
Boca Raton, Florida 33432

Please file and return a date-stamped copy to me at the following address: ...

Matthew L. Sechter, Subscriber
503 S.E. Mizner Boulevard
Suite 73
Boca Raton, Florida 33432
(561) 347-9140

Very truly yours,


Matthew L. Sechter
Subscriber

~~8635~~
8-14-01
WC



FLORIDA DEPARTMENT OF STATE
Katherine Harris
Secretary of State

August 13, 2001

PASSALACQUA AND SECHTER
503 SE MIZNER BLVD., SUITE 73
BOCA RATON, FL 33432

SUBJECT: BULL & BEAR, INC.
Ref. Number: W01000018635

We have received your document for BULL & BEAR, INC. and your check(s) totaling \$70.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

The registered agent must sign accepting the designation. */WCO RP.*

Please return the original and one copy of your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6995.

Wanda Cunningham
Document Specialist
New Filing Section

Letter Number: 001A00046320

*called
8/13
will send
new article*

ARTICLES OF INCORPORATION
OF

BULL & BEAR, INC.

FILED
01 AUG-8 PM 2:02
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned subscriber to these Articles of Incorporation, a natural person competent to contract, hereby forms a corporation under the laws of the State of Florida.

ARTICLE I. NAME

The name of the corporation shall be:

Bull & Bear, Inc.

The principal place of business of this corporation shall be:

Bull & Bear, Inc.
C/O Passalacqua & Sechter
503 S.E. Mizner Boulevard
Suite 73
Boca Raton, Florida 33432

ARTICLE II. NATURE OF BUSINESS

This corporation may engage or transact in any or lawful activities or business permitted under the laws of the United States, the State of Florida or any other state, country, territory or nation.

ARTICLE III. CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is 15,000 shares of common stock having no par value per share.

ARTICLE IV. ADDRESS

The street address of the initial registered office of the corporation shall be 503 S.E. Mizner Boulevard, Suite 73, Boca Raton, FL 33432 and the name of the initial registered agent of the corporation at that address is Matthew L. Sechter.

ARTICLE V. TERM OF EXISTENCE

The term for which this corporation shall exist is perpetual.

ARTICLE VI. OFFICERS and DIRECTORS

This corporation initially shall have no Directors and Officers. The shareholders will manage the affairs of the Corporation until elections can be held as provided by the Bylaws.

ARTICLE VII. SUBSCRIBER

The name and address of the subscriber to these Articles of Incorporation is:

Matthew L. Sechter
503 S.E. Mizner Boulevard
Suite 73
Boca Raton, FL 33432

The subscriber hereby states that he is familiar with and accepts the duties and responsibilities as registered agent for said corporation.

Matthew L. Sechter Registered Rep.

IN WITNESS WHEREOF, the undersigned has hereunto set his hand and seal on the July 30, 2001.

Matthew L. Sechter (SEAL) incorporator

STATE OF FLORIDA
COUNTY OF *Palm Beach*



OFFICIAL SEAL
Jodi S. Weissman
C.C.#977305
My Commission Expires Oct. 24, 2004

The foregoing instrument was
acknowledged before me this
July 30, 2001.

Jodi S. Weissman (SEAL)