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**SILVERBERG
& HUNTER LLP**

ATTORNEYS AT LAW

FILED
01 AUG 13 PM 12:14
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

*Stephen J. Silverberg
Lisa S. Hunter

August 9, 2001

Florida Department of State
Division of Corporations
P. O. Box 6327
Tallahassee, FL 32314

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Donna J. Turetsky
°Steven Sulsky
Aaron E. Futterman

Re: Articles of Incorporation, LPN Enterprises, Inc.
Articles of Merger, LPN Enterprises, Inc. (a New York Corporation)
into LPN Enterprises, Inc. (a Florida Corporation)
Our File No. 12-120

Dear Sir/Madam:

Enclosed are the following items:

1. Articles of Incorporation of LPN Enterprises, Inc., a Florida Corporation;
2. Articles of Merger with attached Plan of Merger;
3. Check of Seventy (\$70.00) Dollars payable to the Florida Department of State in payment of the Incorporation fee; and
4. Check of Seventy (\$70.00) Dollars payable to the Florida Department of State for payment of the merger fee.

If you have any questions, please contact the undersigned.

Very truly yours,

SILVERBERG & HUNTER, LLP

Steven Sulsky
THORIZATION BY PHONE TO
RRECT
TE 8/16/01
C EXAM

By: Steven Sulsky

SS:ikh

Enclosures

cc: Mr. Leonard Nedlin

P:\LPN Enterprises\CP\COR\FI Dept of of State - re Art of Inc.wpd

**ARTICLES OF INCORPORATION
LPN ENTERPRISES, INC.**

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ARTICLE I

Name

LPN Enterprises, Inc.

ARTICLE II

Principal Office

16851 Colchester Court, Delray Beach, Florida 33484

ARTICLE III

Purpose

To engage in any lawful business for which corporations may be organized under The Florida Business Corporation Act.

ARTICLE IV

Shares

200 shares, no par value.

Article of Incorporation
LPN Enterprises, Inc.

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ARTICLE V

Initial Officer and Director

Leonard P. Nedlin - P/S/T/D
16851 Colchester Court
Delray Beach, FL 33484

ARTICLE VI

Registered Agent

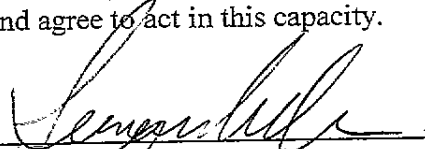
Leonard P. Nedlin
16851 Colchester Court
Delray Beach, FL 33484

ARTICLE VII

Incorporator

Leonard P. Nedlin
16851 Colchester Court
Delray Beach, FL 33484

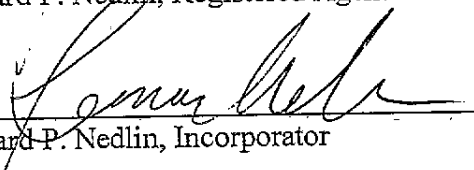
Having been named as registered agent to accept service of process for the above stated corporation at the place designated in the certificate, I am familiar with and accept the appointment as registered agent and agree to act in this capacity.



Leonard P. Nedlin, Registered Agent

7/30/01

Date



Leonard P. Nedlin, Incorporator

7/30/01

Date

Article of Incorporation
LPN Enterprises, Inc.