



Stark & Stark
A PROFESSIONAL CORPORATION

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August 10, 2001

VIA CERTIFIED MAIL RETURN RECEIPT REQUESTED

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

ATTORNEYS AT LAW

MAILING ADDRESS:

P.O. BOX 5315
PRINCETON
NEW JERSEY 08543-5315

OFFICE ADDRESS:

993 LENOX DRIVE
LAWRENCEVILLE
NEW JERSEY 08648-2389

PHONE: 609 896 9060

FAX: 609 896 0629

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-08/20/01--01022--002
*******78.75 *****78.75**

RE: Neuman Capital Management, Inc. (Articles of Incorporation-Florida)

Dear Sir or Madam:

Enclosed herewith please find the following documents with respect to the above-referenced company's application for filing an Articles of Incorporation in the State of Florida:

1. An original executed copy of an Articles of Incorporation; and
2. A check in the amount of \$78.75, made payable to the *Department of State of Florida*.

Should you have any questions relative to this submission, please do not hesitate to contact me.

Sincerely,

STARK & STARK, PC
A Professional Corporation

By: Ashleigh C. Swayze
Ashleigh C. Swayze

FILED
01 AUG 17 AM 9:01
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ACS\agl
Enclosures
cc\enc.: Neuman Capital Management, Inc.

ARTICLES OF INCORPORATION

NEUMAN CAPITAL MANAGEMENT, INC.

In compliance with Chapter 607 and/or Chapter 621, F.S. (Profit)

ARTICLE I - Name. The name of the corporation is: Neuman Capital Management, Inc.

ARTICLE II - Address. The mailing address and street address of the principal office of the corporation is 2000 East Edge Wood Drive, Lakeland, FL 33803.

ARTICLE III - Purpose. The purpose for which the corporation is organized is any act permitted under Florida law.

ARTICLE IV - Shares. The number of shares of stock is 1,000 shares common stock, no par value.

ARTICLE V - Registered Agent, Registered Office. The name and the Florida street address of the registered agent are:

Thomas A. McDonald
McDonald & Shearer
Name
2000 East Edge Wood Drive
Florida street address (P.O. Box NOT acceptable)
Lakeland FL 33803
City, State, and Zip

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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ARTICLE VI - Incorporator. The name and address of the Incorporator is:

Ashleigh Cooper Swayze, Esq.
Name
Stark & Stark, P.C., 993 Lenox Drive, Building 2
Lawrenceville, NJ 08648
City, State, and Zip

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

Thomas A. McDonald, Registered Agent

Date

Ashleigh Cooper Swayze, Incorporator

Date