POOCOSO 84078

5201 Blue Lagoon Drive, Suite 100 Miami, Florida 33126

Phone: (305) 262-4433 Fax: (305) 262-4504 FL Toll Free (800) 533-4874 Internet: www.becker-poliakoff.com Email: bp@becker-poliakoff.com

Florida Offices

Administrative Office 3111 Stirling Road Ft. Lauderdale, FL 33312 Toll Free: (800) 432-7712

Boca Raton* Clearwater

Ft. Myers

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Beijing, People's Republic of China

Prague, Czech Republic

Bern, Switzerland*

Reply To:
Miami
Alexander Reus,
J.D. (Germany), J.D., LL.M.
Direct Dial: (305) 260-1027
areus@becker-poliakoff.com

August 23, 2001

VIA FEDEX#: 8197 9077 1904

RE: Articles of Incorporation – S. Schaefer Corporation Our File No.: S22560/75929

Dear Sir or Madam:

Enclosed please find the Articles of Incorporation for the above-referenced corporation, along with an additional copy of said Articles, for filing with the Division of Corporations.

Upon filing, please provide the undersigned with a certified copy as well as a filing receipt. The appropriate fee in the amount of \$87.50 is enclosed herewith as well.

Please contact the undersigned if you have any questions.

Sincerely yours,

Alexander Reus FOR THE FIRM

T. SMITH AUG 2 4 2001

AR/ler Enclosures

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31

ARTICLES OF INCORPORATION OF S. SCHAEFER CORPORATION

ARTICLE I NAME

The name of this Corporation is:

O1 AUG 24 PM 3: 06 SECRETARY OF STATE

S. SCHAEFER CORPORATION

ARTICLE II PURPOSES

This Corporation is organized for the purposes of transacting any and all lawful business, for which corporations may be formed under Chapter 607 of the Florida Statutes.

ARTICLE III STOCK

This Corporation is authorized to issue 1,000 shares of common stock with a par value of \$1.00 per share.

ARTICLE IV REGISTERED AGENT

The street address of the initial registered office of this Corporation is 5201 Blue Lagoon Drive, Suite 100, Miami, FL 33126, and the name of the initial registered agent at that address is ALEXANDER REUS, ESQ.

ARTICLE V DIRECTORS

This Corporation shall have ONE (1) director initially. The number of directors may be increased or diminished from time to time as provided in the Bylaws, but shall never be less than one. The name and address of the initial directors of this Corporation are:

Sylvia Schaefer

C/o Becker & Poliakoff, P.A. 5201 Blue Lagoon Drive, Suite 100 Miami, FL 33126

ARTICLE VI INCORPORATOR

The name and address of the incorporator of this Corporation is Alexander Reus, Esq., 201 Blue Lagoon Drive, Suite 100, Miami, FL 33126.

ARTICLE VII ADDRESS

The principal office and mailing address of the corporation is 5201 Blue Lagoon Drive, Suite 100, Miami, FL 33126.

ARTICLE VIII INDEMNIFICATION

This Corporation shall indemnify, defend, save and hold harmless and insure its officers and directors to the fullest extent permitted by law either now or hereafter.

ARTICLE IX PERPETUAL EXISTENCE

This Corporation shall have perpetual existence unless sooner dissolved as provided by law.

IN WITNESS WHEREOF, the undersigned Incorporator has executed these Articles of Incorporation this 23rd day of August, 2001.

Alexander Reus, Incorporator

ACCEPTANCE OF APPOINTMENT OF REGISTERED AGENT

The undersigned hereby accepts the appointment as registered agent contained in the foregoing Articles of Incorporation.

ALEXANDER REUS, ESQ.