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Florida Department of State
Division of Corporations
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To: Division of Corporations
Fax Number : (850)205-0381

From: Account Name : EMPIRE CORPORATE KIT COMPANY
Account Number : 072450003255
Phone : (305) 634-3694
Fax Number : (305) 633-9696

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FLORIDA PROFIT CORPORATION OR P.A.

MANAGEMENT ACCOUNT, INC.

Certificate of Status	0
Certified Copy	1
Page Count	04
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(4)

**ARTICLES OF INCORPORATION
OF
MANAGEMENT ACCOUNT, INC.**

The undersigned, for the purpose of forming a corporation under the Florida General Corporation Act, adopts the following Articles of Incorporation:

**ARTICLE I
NAME AND PRINCIPLE OFFICE**

The name of the Corporation is Management Account, Inc. The initial principle office is 1330 East Commercial Boulevard, Floor, Fort Lauderdale, FL 33334.

**ARTICLE II
DURATION**

The duration of the Corporation is perpetual.

**ARTICLE III
PURPOSE**

The Corporation is organized for the purpose of transacting any or all lawful business permitted under the laws of the State of Florida.

**ARTICLE IV
AUTHORIZED SHARES**

The aggregate number of shares which the Corporation is authorized to issue is one thousand (1000). Such shares shall be of a single class, and shall have a par value of One Dollar (\$1.00) per share.

**ARTICLE V
REGISTERED OFFICE AND AGENT**

The street address of the initial registered office of the Corporation and the name of the initial registered agent is:

Eric A. Warafig, Esq.
1299 East Commercial Boulevard, 2nd Floor
Fort Lauderdale, Florida 33334

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ARTICLE VI DIRECTORS

The number of directors constituting the board of directors of the Corporation shall be determined in accordance with the by-laws, but shall not be less than one (1). The number of directors constituting the initial board of director(s) is two (2). The name and address of the persons to serve as members of the initial board of directors are;

Paula Gambrell
1330 East Commercial Boulevard
Fort Lauderdale, FL 33334

Reuven Benami
1330 East Commercial Boulevard
Fort Lauderdale, FL 33334

ARTICLE VII INCORPORATOR

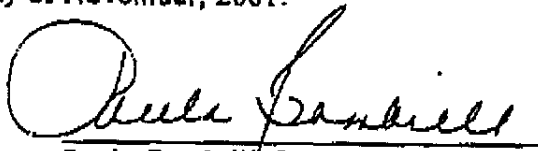
The name and address of the incorporator is:

Paula Gambrell
1330 East Commercial Boulevard
Fort Lauderdale, Florida 33334

ARTICLE VIII INDEMNIFICATION

The Corporation shall indemnify each director, officer and shareholder of the Corporation against any and all liability and expense incurred by him in connection with or arising out of any action, suit or proceeding in which he may be involved, by reason of his being or having been an officer, director or shareholder of the Corporation to the full extent permitted by the laws of the State of Florida.

Executed by the undersigned on the 14th day of November, 2001.


Paula Gambrell, Incorporator

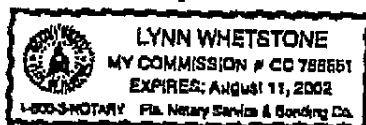
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STATE OF FLORIDA)
COUNTY OF BROWARD)

THE FOREGOING INSTRUMENT was acknowledged before me this 14th day of November, 2001, by Paula Gambrell, who is personally known to me.

Lynn Whetstone
NOTARY PUBLIC
STATE OF FLORIDA

My Commission Expires:



ACKNOWLEDGMENT OF APPOINTMENT OF REGISTERED AGENT

Having been named the registered agent for the above Corporation at the place designated in the foregoing articles of Incorporation, I hereby accept the same and agree to act in this capacity, and agree to comply with the provisions of Florida law relative to keeping the registered office open.

Eric A. Waraftig
Eric A. Waraftig, Esq.
Registered Agent

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