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September 8, 2001

Secretary of State
Corporate Records Bureau
P.O.Box 6327
Tallahassee, FL 32301

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****122.50 *****78.75

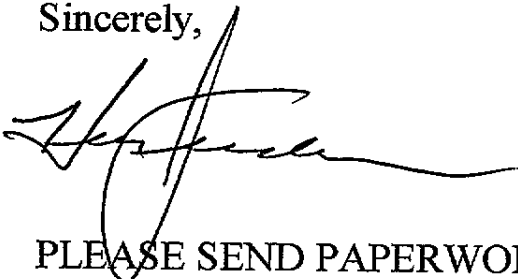
Re: NRZ, INC.

We enclose the original and one copy of the Articles of Incorporation for NRZ, INC. and a check for \$122.50 to cover filing fees.

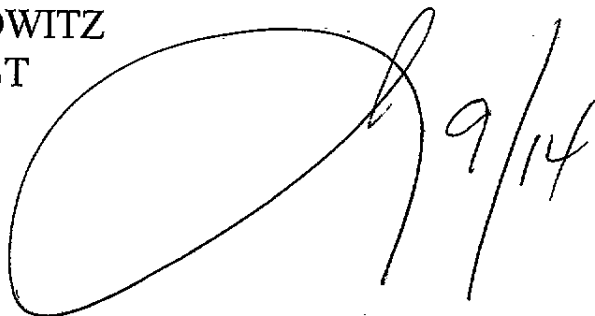
If the documents are in order, I would appreciate your filing the original and certifying the copy for our records.

If there are any questions please call HARVEY JUDKOWITZ AT 305-378-1948.

Sincerely,



PLEASE SEND PAPERWORK TO:
HARVEY JUDKOWITZ
10220 SW 124TH ST
MIAMI, FL 33176



FILED
01 SEP 12 PM 1:17
SECRETARY OF STATE
TALLAHASSEE FLORIDA

ARTICLES OF INCORPORATION
OF
NRZ, INC.

FILED
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned Incorporator hereby files these Articles of Incorporation in order to form a corporation under the laws of the State of Florida.

Article I

NAME

The name of this Corporation shall be NRZ, INC..

Article II

NATURE OF BUSINESS

The general nature of the business and activities to be transacted and carried on by this Corporation are as follows:

To carry on any legal business within the state of Florida, including the sale of real estate.

ARTICLE III

STOCK

The authorized capital stock of this Corporation shall consist of 5,000,000 shares of Common stock with a par value of \$.001 per share. The stock may be issued for any value deemed appropriate by the Board of Directors, but in no event shall the issue price be less than par value.

ARTICLE IV

INCORPORATOR

The name and street address of the Incorporator of this Corporation is as follows:

HARVEY JUDKOWITZ

10220 SW 124 ST

MIAMI, FL 33186

ARTICLE V

TERM OF CORPORATE EXISTENCE

This Corporation shall exist perpetually unless dissolved according to law.

ARTICLE VI

ADDRESS OF REGISTERED OFFICE AND REGISTERED AGENT

The registered agent of this Corporation shall be HARVEY JUDKOWITZ and the registered office of the Company is at 10220 SW 124TH ST MIAMI FL 33176.

ARTICLE VII
PLACE OF BUSINESS

The initial place of business for the corporation is 10220 SW 124TH ST MIAMI, FL 33176.

ARTICLE VIII
INITIAL BOARD OF DIRECTORS

The names and addresses of the initial board of directors of this Corporation are as follows:

HARVEY JUDOWITZ
10220 SW 124TH ST
MIAMI, FL 33176

ARTICLE IX
NUMBER OF DIRECTORS

The Corporation shall have at least one member on the board of directors.

ARTICLE X
OFFICERS

The Corporation shall have a president, vice-president, secretary and treasurer.

BY-LAWS

The board of directors shall adopt by-laws for the Corporation. The by-laws may be amended, in any manner proscribed by law.

ARTICLE XII
FINANCIAL INFORMATION

The Corporation shall not be required to prepare and provide a balance sheet or a profit and loss statement to its shareholders.


ARTICLE XIII
INDEMNIFICATION OF OFFICERS AND DIRECTORS

The board shall indemnify and director or officer made a party or threatened to be made a party to any threatened, pending or completed action, suit or proceeding.

ARTICLE XIV
AMENDMENT

These Articles of Incorporation may be amended in any manner now or hereafter provided by law and all rights conferred upon shareholders hereunder are granted subject to this reservation.

IN WITNESS WHEREOF, I the undersigned, being the original subscribing Incorporator, to the foregoing articles of incorporation, has set his hand this 30TH day of August, 2001



Incorporator

STATE OF FLORIDA

COUNTY OF DADE

I hereby certify that on this day personally appeared before me, the undersigned authority, Irene Tzanani known and well known to me to be the person who executed the foregoing instrument and acknowledged before me that she executed the same freely and voluntarily for the uses and purposes therein set forth and expressed.

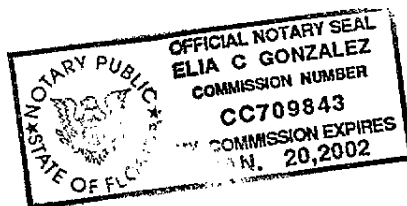
In witness whereof, I have hereunto set my hand and affixed my official seal on this 30th day of August, 2001.



Notary Public

State of Florida at Lodge

My Commission Expires



CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE SERVICE OF PROCESS WITHIN FLORIDA, NAMING AGENT UPON WHOM PROCESS MAY BE SERVED.

IN COMPLIANCE WITH SECTION 48.091, FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED:

FIRST—RNZ INC. WISHING TO DO BUSINESS AND QUALIFY UNDER THE LAWS OF THE STATE OF FLORIDA, WITH ITS PRINCIPAL PLACE OF BUSINESS AT 10220 SW 124TH ST. , MIAMI, FL 33176 has appointed HARVEY JUDKOWITZ LOCATED AT 10220 SW 124TH ST. MIAMI, FL 33176, AS ITS AGENT TO ACCEPT SERVICE OR PROCESS WITHIN FLORIDA.



PRESIDENT

DATE

9-8-01

HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION, AT THIS PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY AGREE TO ACT IN THIS CAPACITY AND I FURTHER AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATIVE TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES.



RESIDENT AGENT

9-8-01

DATE

FILED
01 SEP 12 PM 1:17
SECRETARY OF STATE
TALLAHASSEE FLORIDA