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

From: Account Name : ACE INDUSTRIES, INC.
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Fax Number : (305) 358-7832

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FLORIDA PROFIT CORPORATION OR P.A.
MEDIATION EMPOWERMENT, INC.

Certificate of Status	0
Certified Copy	1
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401-101251

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**ARTICLES OF INCORPORATION
OF
MEDIATION EMPOWERMENT, INC.**

ARTICLE I - NAME

The name of the corporation shall be: **MEDIATION EMPOWERMENT, INC.**

ARTICLE II - PRINCIPAL OFFICE

The mailing address is: 1920 East Hallandale Beach Boulevard, Suite 906, Hallandale Beach, Florida 33009-4722

ARTICLE III - DURATION

The corporation shall commence its existence on the date of filing these Articles of Incorporation, and shall exist perpetually unless sooner dissolved according to law.

ARTICLE IV - PURPOSE

It is the purpose of this corporation to engage in any activity or business permitted under the laws of the United States and of the State of Florida.

ARTICLE V - CAPITAL STOCK

This corporation is authorized to issue One Thousand (1,000) shares at \$1.00 par value.

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ARTICLE VI - INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this corporation is 1920 East Hallandale Beach Boulevard, Suite 906, Hallandale Beach, Florida 33009-4722, and the initial registered agent of this corporation at that address is JEROME H. STERN

ARTICLE VII - INITIAL BOARD OF DIRECTORS

This corporation shall have One (1) Director initially. The number of Directors may be increased or diminished from time to time by amendment of the Bylaws but shall never be less than one (1). The name and address of the initial Director of this corporation is: JEROME H. STERN, 1920 East Hallandale Beach Boulevard, Suite 906, Hallandale Beach, Florida 33009-4722.

ARTICLE VIII - INCORPORATORS

The name and address of the person signing these Articles is JEROME H. STERN, 1920 East Hallandale Beach Boulevard, Suite 906, Hallandale Beach, Florida 33009-4722

ARTICLE IX - BY LAWS

The Board of Directors and the shareholders are both vested with the power to adopt, alter, amend or repeal the By Laws.

ARTICLE X - INDEMNIFICATION

The corporation shall indemnify any Officer or Director, or any former Officer or Director, to the full extent permitted by law.

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IN WITNESS WHEREOF, the undersigned has executed these Articles of Incorporation this 14 day SEPTEMBER 2001


JEROME H. STERN

ACCEPTANCE OF REGISTERED AGENT

HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION, AT THE PLACE DESIGNATED IN ARTICLE V OF THESE ARTICLES OF INCORPORATION, THE UNDERSIGNED HEREBY AGREES TO ACT IN THIS CAPACITY, AND FURTHER AGREES TO COMPLY WITH THE COMPLETE DISCHARGE OF HIS DUTIES.

DATED THIS 14 day of SEPTEMBER 2001

By: 

STATE OF FLORIDA :
: SS.
COUNTY OF BROWARD :

BEFORE ME, a Notary Public authorized in County and State set forth above, personally appeared JEROME H. STERN, known to me and known to be the person who, as Incorporator, executed the foregoing Articles of Incorporation of MEDIATION EMPOWERMENT, INC., and he acknowledged before me that he executed same.

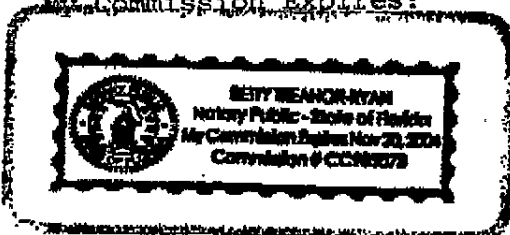
IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal in the County and State aforesaid, this 14 day of SEPTEMBER 2001


NOTARY PUBLIC
State of Florida at Large

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DIVISION OF CORPORATIONS

My Commission Expires:



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