



101000119720

ACCOUNT NO. : 072100000032

REFERENCE : 505683 10811A

AUTHORIZATION :

COST LIMIT : \$ 78

Patricia P. J. J.

FILED
01 DEC 21 PM 2:56
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ORDER DATE : December 21, 2001

ORDER TIME : 12:16 PM

ORDER NO. : 505683-005

CUSTOMER NO: 10811A

CUSTOMER: Mr. David Kron
Donald C. Sider & Associates,
P.a.
150 East Boca Raton Road

Boca Raton, FL 33432

RECEIVED
01 DEC 21 PM 1:00
DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

DOMESTIC FILING

NAME: ALFIERI-EADE MANAGEMENT, INC.

800004735998--1

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION
 CERTIFICATE OF LIMITED PARTNERSHIP
 ARTICLES OF ORGANIZATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY
 PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Jeanine Reynolds - EXT. 1133
EXAMINER'S INITIALS:

PS 12/21/01

FILED

01 DEC 21 PM 2:56

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION

OF

ALFIERI-EADE MANAGEMENT, INC.

The undersigned, acting as incorporator, signs the following Articles of Incorporation for the purpose of forming a corporation under the laws of the State of Florida.

ARTICLE I

The name of the corporation shall be:

ALFIERI-EADE MANAGEMENT, INC.

ARTICLE II

The existence of the corporation shall commence upon the filing of these Articles of Incorporation by the Department of State and shall be perpetual.

ARTICLE III

The corporation may engage in any and all businesses and activities permitted by the laws of the State of Florida. The corporation shall have all of the powers vested in a corporation organized under and existing by virtue of such laws.

ARTICLE IV

The maximum number of shares which the corporation shall have authority to issue shall be 10,000 shares of common stock with a par value of \$1.00 per share.

All of said shares shall have equal preferences, limitations and relative rights, including rights to distribution and liquidation proceeds.

ARTICLE V

The initial registered agent and street address of the initial registered office of the corporation shall be:

Mark A. Alfieri
291 Fan Palm Drive
Boca Raton, FL 33432

ARTICLE VI

This corporation shall have six directors initially. The name and address of the initial directors of the corporation, who shall hold office until their successors are elected and qualified or until their earlier resignation or removal from office are:

Mark A. Alfieri
291 Fan Palm Drive
Boca Raton, FL 33432

Mary P. Eade-Alfieri
291 Fan Palm Drive
Boca Raton, FL 33432

Souad Eade
239 North 2nd Street
Olean, NY 14760

Elias Eade Jr.
239 North 2nd Street
Olean, NY 14760

Louis Alfieri Sr.
1440 Northwest 12th Way
Boca Raton, FL 33486

Rita Alfieri
1440 Northwest 12th Way
Boca Raton, FL 33486

The number of directors may be increased or decreased from time to time pursuant to the By-Laws of the corporation, but shall not be less than one.

ARTICLE VII

The name and address of the incorporator of the corporation is:

David P. Kron
150 East Boca Raton Road
Boca Raton, Florida 33432

FILED

01 DEC 21 PM 2:56

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE VIII

The mailing address of the corporation is:

291 Fan Palm Drive
Boca Raton, FL 33432

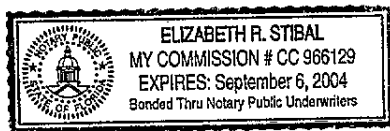
Executed at Boca Raton, Florida, this 18th day of December, 2001.

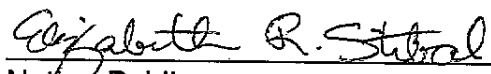


DAVID P. KRON, Incorporator

STATE OF FLORIDA
COUNTY OF PALM BEACH

The foregoing instrument was acknowledged before me this 18th day of December, 2001, by DAVID P. KRON. He is personally known to me and did not take an oath.



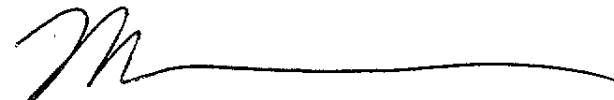


Notary Public
(SEAL)

ACCEPTANCE BY REGISTERED AGENT

Having been appointed the registered agent of ALFIERI-EADE MANAGEMENT, INC., the undersigned accepts such appointment and agrees to act in such capacity.

Dated this 18th day of December, 2001.



MARK A. ALFIERI, Registered Agent