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CORPORATION NAME(S) & DOCUMENT NUMBER(S) (if known):

1. P. P. C. INCORPORATION
 (Corporation Name) (Document #)
2. _____
 (Corporation Name) (Document #)
3. _____
 (Corporation Name) (Document #)
4. _____
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EFFECTIVE DATE
03-06-01

NEW FILINGS	
<input checked="" type="checkbox"/>	Profit
<input checked="" type="checkbox"/>	NonProfit
<input type="checkbox"/>	Limited Liability
<input type="checkbox"/>	Domestication
<input type="checkbox"/>	Other

AMENDMENTS	
<input type="checkbox"/>	Amendment
<input type="checkbox"/>	Resignation of R.A., Officer/Director
<input type="checkbox"/>	Change of Registered Agent
<input type="checkbox"/>	Dissolution/Withdrawal
<input type="checkbox"/>	Merger

OTHER FILINGS	
<input type="checkbox"/>	Annual Report
<input type="checkbox"/>	Fictitious Name
<input type="checkbox"/>	Name Reservation

REGISTRATION/QUALIFICATION	
<input type="checkbox"/>	Foreign
<input type="checkbox"/>	Limited Partnership
<input type="checkbox"/>	Reinstatement
<input type="checkbox"/>	Trademark
<input type="checkbox"/>	Other

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Examiner's Initials g 3/8

ARTICLES OF INCORPORATION

OF

P.P.C. INCORPORATION

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TALLAHASSEE, FLORIDA

The undersigned Incorporator for purposes of forming a Professional Service Corporation under sub-chapter S of the Florida Statutes, hereby adopts the following Articles of Incorporation:

- FIRST: NAME.** The name of the Corporation is P.P.C. Incorporation
- SECOND: PRINCIPAL OFFICE.** The street address of the initial principal office and mailing address of the Corporation is 1101 Brickell Avenue, Suite 1801, Miami, Florida 33131.
- THIRD: CAPITAL STOCK.** The Corporation is authorized to issue 1,000 shares of Common Stock. (500 shares to Marc Feldman, 500 shares to Gregory Freedman.)
- FOURTH: INITIAL REGISTERED AGENT AND ADDRESS.** The street address of the initial registered office of the Corporation is 1101 Brickell Avenue, Suite 1801, Miami, Florida 33131 and the Registered Agent at that address is Guillermo E. Pena, Esquire.
- FIFTH: INCORPORATOR:** The name and address of the Incorporator of the Corporation is: Ms. Virginia M. Costa, Esquire, 1101 Brickell Avenue, Suite 1801, Miami, Florida 33131.
- SIXTH: PURPOSE:** The Corporation is organized for the purpose to act as an Investment Consulting Firm.
- SEVENTH: BOARD OF DIRECTORS:** The Corporation shall have two directors initially and 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 addresses of the initial directors of the Corporation is:

EFFECTIVE DATE
03-06-02

Mr. Marc Feldman
1101 Brickell Avenue
Suite 1801
Miami, Florida 33131

Mr. Gregory Freedman
1101 Brickell Avenue
Suite 1801
Miami, Florida 33131

- EIGHTH: COMMENCEMENT.** The existence of the Corporation shall commence on March 6, 2002, and shall be perpetual.

NINTH: OFFICERS. The title, name and address of this corporation shall be:

President:	Mr. Marc Feldman	Mr. Gregory Freedman
	1101 Brickell Avenue,	1101 Brickell Avenue
	Suite 1801	Suite 1801
	Miami, Florida 33131	Miami, Florida 33131

IN WITNESS WHEREOF, the undersigned Incorporator has executed these Articles of Incorporation this 6th day of March, 2002.

Virginia M. Costa, Esquire
Incorporator

By: 
Virginia M. Costa, Esquire

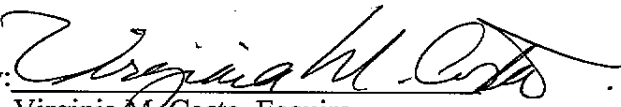
This Document Prepared by:
Virginia M. Costa, Esquire
Fla.Bar No. 0517933
1101 Brickell Avenue
Suite 1801
Miami, Florida 33131
(305) 377-1119

**ACCEPTANCE OF APPOINTMENT
OF
REGISTERED AGENT**

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I hereby accept the appointment as Registered Agent of P.P.C. Incorporation, contained in the foregoing Articles of Incorporation and state that I am familiar with and accept the obligations of Sub-Chapter S of the Florida Business Corporation Act.

Virginia M. Costa, Esquire
Registered Agent

By: 
Virginia M. Costa, Esquire
Fla. Bar No.: 0517933