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CERTIFIED PUBLIC ACCOUNTANTS AND CONSULTANTS

LEXOW BRACKINS KOFFLER

A Partnership of Professional Associations

March 29, 2002

Department of State
Division of Corporations
409 East Ganes Street
Tallahassee, FL 32399

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*****70.00 *****70.00

**SUBJECT: ARTICLES OF INCORPORATION FOR
GARY H. ELZWEIG, P.E., INC.**

Enclosed is an original and one (1) copy of the articles of incorporation and a check for \$ 70.00 Filing Fee.

If you have any questions, please call me at the number indicated below.

Sincerely,

Dennis J. Koffler, CPA
3900 Hollywood Boulevard
Penthouse North
Hollywood, Florida 33021
Phone: 954-983-7133
Fax: 954-983-9456
E-mail: dkoffler@bellsouth.net

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SECRETARY OF STATE
TALLAHASSEE FLORIDA

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ARTICLES OF INCORPORATION

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OF

SECRETARY OF STATE
TALLAHASSEE FLORIDA

GARY H. ELZWEIG, P.E., INC.

The undersigned subscriber to these Articles of Incorporation, a natural person competent to contract, hereby forms a corporation under the laws of the State of Florida.

ARTICLE I

The name of the corporation is: **GARY H. ELZWEIG, P.E., INC.**

ARTICLE II

The initial street address of the principal office of the corporation, in the State of Florida is **15604 SW 16th Street, Davie, Florida, 33326.**

The board of directors may, from time to time, move the principal office to any other address.

ARTICLE III

The corporation will engage in any activity or business permitted under the laws of the United States and the State of Florida.

ARTICLE IV

The corporation is authorized to have outstanding one class of stock designated as common stock. The maximum number of shares which the corporation is authorized to have outstanding is 10,000 shares at par value of 1.00 per share. Holders of the common stock are entitled to vote on all questions required by law as the basis of one vote per share and there

shall be no cumulative voting. Holders of the common stock shall not have pre-emptive rights to subscribe to the corporation's securities.

ARTICLE V

The corporation shall have one director initially. The number of directors may be increased or diminished from time to time by the By Laws adopted by the stockholders, but there shall always be at least one director.

To the extent permitted by law, the corporation shall indemnify and hold harmless each person who shall serve as a director of the corporation, and each person who serves at the request of the corporation as a director or officer of any other corporation, from and against any and all claims and liabilities to which such person shall become subject by reason of his being a director or officer of the corporation, or by reason of any action alleged to have been taken or omitted by him as director or officer. The corporation shall reimburse each such person for all costs, legal and other expenses reasonably incurred by him in connection with any claim or liability as to which it shall be adjudged that such officer is liable to the extent permitted by law.

No contract or other transaction between this corporation and any other firm or corporation, and no act of this corporation shall in any way be affected or invalidated by the fact that any of the directors of the corporation are pecuniarily or otherwise interested in, or are directors or officers of, such other firm or corporation, provided that the fact he is so interested shall be disclosed or shall have been known to the Board of Directors or such members thereof as shall be present at any meeting of the Board at which action upon any such contract or transaction shall be taken and any director of the corporation who is also a director or officer of such other corporation, or is so interested, may be counted in determining the

existence of a quorum at any meeting of the Board of Directors of the corporation which shall authorize any such contract or transaction, with the like force and effect as if he were not a director or officer of such other corporation or not so interested.

The name and post office address of the members of the first Board of Directors and the officers who shall hold office for the first year of existence of the corporation, or until their successors are elected or appointed and have qualified are as follows:

DIRECTORS

GARY H. ELZWEIG
15604 SW 16th Street
Davie, Florida 33326

PRESIDENT

ARTICLE VI

This corporation shall designate DENNIS J. KOFFLER, CPA, with offices located at 3900 Hollywood Boulevard, Penthouse North, Hollywood, Florida 33021 as its duly authorized registered agent to be in charge of the corporation registered office as required by law.

ARTICLE VII

The name and address of the incorporator subscribing to these Articles is: DENNIS J. KOFFLER, CPA, 3900 Hollywood Boulevard, Penthouse North, Hollywood, Florida 33021.

ARTICLE VIII

These Articles of Incorporation may be amended in the manner provided by law. Every amendment shall be approved by the Board of Directors, proposed by it to the stockholders, and approved by the stockholders' meeting by a majority of the stock entitled to vote thereon unless all of the directors and all of the stockholders sign a written statement

manifesting their intention that a certain amendment of these Articles of Incorporation be made.

IN WITNESS WHEREOF, the undersigned has set his hand and seal at Hollywood, Broward County, Florida this 29th day of March, 2002.

Having been named as registered agent to accept service of process for the above stated corporation at the place designated in this certificate, I am familiar with and accept the appointment as registered agent and agree to act in this capacity.

Dennis J. Koffler CPA
Signature/Registered Agent
Dennis J. Koffler, CPA

3/29/02
Date

Dennis J. Koffler CPA
Signature/Incorporator
Dennis J. Koffler, CPA

3/29/02
Date

STATE OF FLORIDA
COUNTY OF BROWARD

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SECRETARY OF STATE
TALLAHASSEE FLORIDA

I HEREBY CERTIFY that on this day, personally appeared before me, a notary public duly authorized to take acknowledgments, DENNIS J. KOFFLER, CPA to me known to be the person who executed the above and foregoing Articles of Incorporation, for the purpose therein described.

WITNESS my hand and official seal at Hollywood, Broward County, Florida the 29 day of MARCH, 2002.

Gytree B. Singh

