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JOEL H. FELDMAN
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ANDREW E. KAGAN

MERIDETH WATSON
CERTIFIED LEGAL ASSISTANT

PO20000053726

May 10, 2002

Florida Secretary of State
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

Re: **Honcoop Highbanker, Inc.**

900005506829--1
-05/13/02--01081--021
*****122.50 *****78.75

Dear Clerk:

Enclosed please find check #_____ in the amount of \$122.50 representing the filing fee for the enclosed Articles of Incorporation.

Please forward acknowledgment of filing to this office.

Very truly yours,

Merideth Watson
Merideth Watson
Certified Legal Assistant

MW/pt
Enclosure

FILED
02 MAY 13 PM 2:18
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

5/15/02

3

ARTICLES OF INCORPORATION

OF

HONCOOP Highbanker, INC.

FILED

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE I. NAME. The name of the corporation is HONCOOP Highbanker, INC.
with its principal place of business at 852 NW 1st Ave., Boca Raton, FL 33431.

ARTICLE II. DURATION. The duration of the corporation is perpetual.

ARTICLE III. PURPOSE. The corporation is organized in order to engage in any lawful activities or business permitted under the laws of the United States, the State of Florida or any other state, country, territory or nation.

ARTICLE IV. DIRECTORS. There shall be one (1) member of the initial Board of Directors of the corporation, who will serve until the first election of Directors. The names and addresses of the initial Directors are as follows:

DONALD J. HONCOOP	852 NW 1 st Ave. Boca Raton, FL 33431
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ARTICLE V. OFFICERS. The names and addresses of the initial officers of the corporation who shall hold office for the first year of the corporation, or until their successors are elected or appointed are:

DONALD J. HONCOOP President/Secretary	852 NW 1 st Ave. Boca Raton, FL 33431
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ARTICLE VI. REGISTERED AGENT. The initial registered agent of the corporation shall be located at 401 Camino Gardens Blvd., Boca Raton, FL 33432. The initial registered agent of the corporation at that address shall be JOEL H. FELDMAN.

ARTICLE VII. CAPITAL STOCK. The maximum number of shares that this corporation is authorized to have outstanding at any one time is 7,500 shares of common stock

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having a par value of \$1.00 per share.

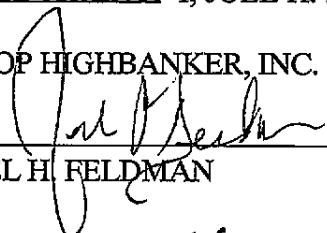
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE VIII. SUBSCRIBER. The name and street address of the subscriber to these

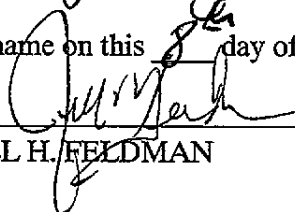
Articles of Incorporation is JOEL H. FELDMAN, Joel H. Feldman, P.A., 401 Camino Gardens
Blvd., Boca Raton, FL 33432.

ARTICLE IX. ACCEPTANCE OF REGISTERED AGENT. I, JOEL H. FELDMAN,

hereby accept appointment as Registered Agent of HONCOOP HIGHBANKER, INC.


JOEL H. FELDMAN

IN WITNESS WHEREOF, I have subscribed my name on this 8th day of May, 2002.


JOEL H. FELDMAN

STATE OF FLORIDA)
)ss:
COUNTY OF PALM BEACH)

I HEREBY CERTIFY that on this day, before me, an officer duly authorized in the State and County aforesaid to take acknowledgments, personally appeared JOEL H. FELDMAN, to me known to be the person described in and who executed the foregoing instrument, acknowledged before me that he executed the same for the purposes therein expressed and who is personally known to me.

WITNESS my hand and official seal in the County and State last aforesaid this 8th day of May, 2002.


NOTARY PUBLIC

