

Division of Corporations

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Florida Department of State  
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**FLORIDA PROFIT CORPORATION OR P.A.**

**Bear Trust, Inc.**

Certificate of Status	0
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**5-29-02**  
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**ARTICLES OF INCORPORATION**  
**OF**  
**BEAR TRUST, INC.**

The undersigned adopts the following Articles of Incorporation to form a corporation under the laws of the State of Florida.

**ARTICLE I - NAME**

The name of the corporation shall be Bear Trust, Inc.

**EFFECTIVE DATE**

**ARTICLE II - COMMENCEMENT & DURATION**

The corporation shall commence its existence on June 1, 2002 and shall exist perpetually unless sooner dissolved according to law.

**ARTICLE III - ADDRESS**

The mailing address of the corporation is 9732 W. Sample Rd., Coral Springs FL 33065.

**ARTICLE IV - STATED CAPITAL**

The corporation is authorized to issue the following capital stock:

<u>No. Shares</u>	<u>Classification</u>	<u>Par Value</u>
1,000	Common	\$1.00

Subject to applicable Florida statutes, every Shareholder, upon the sale of any new stock of the corporation of the same kind, class or series as he or she already holds, shall have the right to purchase his or her pro rata share thereof (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

ARTICLE V - REGISTERED AGENT

The name and address of the Registered Agent of the corporation is Mark E. Erskine, 9732 W. Sample Rd., Coral Springs FL 33065.

ARTICLE VI - INCORPORATOR

The name and address of the incorporator of the corporation is Mark E. Erskine, 9732 W. Sample Rd., Coral Springs FL 33065.

ARTICLE VII - BOARD OF DIRECTORS

The corporation shall have threes directors initially. The number of directors may be increased or decreased from time to time thereafter according to the bylaws of the corporation but shall never be less than one. The names and street addresses of the initial directors of this corporation are:

Mark E. Erskine  
8499 NW 47 Dr.  
Coral Springs FL 33067

Leon Belenky  
3800 Galt Ocean Dr. #701  
Ft. Lauderdale FL 33308

Edward F. Rasher  
1450 NW 108 Ave. #254  
Plantation FL 33322


ARTICLE VIII - SHAREHOLDER PROPERTY

Private property of the shareholders shall not be subject to the payment of the corporation's debts. The corporation shall have a first lien on the shares of its shareholders and upon the dividends due them for any indebtedness of the shareholders to the corporation.

ARTICLE IX - AMENDMENTS TO ARTICLES

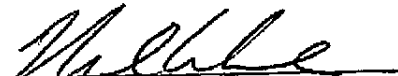
The Directors shall have the power to amend or repeal these Articles of Incorporation with not less than a two-thirds vote of the common stock.

IN WITNESS WHEREOF, the undersigned incorporator executes these Articles of  
Incorporation this 29th day of May, 2002.

  
Incorporator

**ACCEPTANCE BY REGISTERED AGENT**

HAVING BEEN NAMED AS REGISTERED AGENT AND TO ACCEPT SERVICE OF  
PROCESS FOR THE ABOVE STATED CORPORATION AT THE PLACE DESIGNATED  
IN THIS CERTIFICATE, I HEREBY ACCEPT THE APPOINTMENT AS REGISTERED  
AGENT AND AGREE TO ACT IN THIS CAPACITY. I FURTHER AGREE TO COMPLY  
WITH THE PROVISIONS OF ALL STATUTES RELATING TO THE PROPER AND  
COMPLETE PERFORMANCE OF MY DUTIES, AND I AM FAMILIAR WITH AND  
ACCEPT THE OBLIGATIONS OF MY POSITION AS REGISTERED AGENT.

  
Registered Agent

Date: May 29, 2002