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May 29, 2002

FILED  
02 MAY 30 PM 2:29  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

Division of Corporations  
P O Box 6327  
Tallahassee, Florida 32314

Re: AJ Holdings, Inc.

100005650861--6  
-05/30/02--01018--011  
\*\*\*\*\*78.75 \*\*\*\*\*78.75

Dear Sir/Madam:

Enclosed please find an original and one (1) copy of the Articles of Incorporation, and one (1) copy of the Certificate of Designation of Registered Agent/Registered Office along with this Firm's check in the amount of \$78.75, representing the filing fee, made payable to the Florida Department of State with respect to the above-referenced corporation. Please return the file stamped, certified copy of the Articles of Incorporation to the undersigned counsel in the enclosed, self-addressed and prepaid Federal Express envelope at your earliest convenience.

Should you have any questions, please do not hesitate to contact me. Thank you for your kind attention to this matter.

Very truly yours,

MATTLIN & MCCLOSKEY

*Ronald E. D'Anna*  
Ronald E. D'Anna

*Maryann*

RED:MAS  
Enclosures

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D. WHITE MAY 30 2002

**ARTICLES OF INCORPORATION  
FOR  
AJBS HOLDINGS, INC.**

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SECRETARY OF STATE  
TALLAHASSEE FLORIDA

The undersigned, for the purpose of forming a Florida corporation pursuant to Chapter 607 of the Florida Statutes, hereby adopts the following Articles of Incorporation:

**ARTICLE I - NAME**

The name of the corporation shall be:

AJBS HOLDINGS, INC. (hereinafter referred to as the "Corporation").

**ARTICLE II - PRINCIPAL OFFICE**

The principal place of business and mailing address of this corporation shall be:

1116 NE 92<sup>nd</sup> Street  
Miami Shores, Florida 33138

**ARTICLE III - CAPITAL STOCK**

The number of shares of stock that this corporation is authorized to have outstanding at one time is:

1000 Shares Of Common Stock

**ARTICLE IV - REGISTERED AGENT**

The name and address of the initial registered agent is:

Ronald E. D'Anna, Esquire  
Mattlin & McClosky  
2300 Glades Road, Suite 400 East Tower  
Boca Raton, Florida 33431

**ARTICLE V - TERM OF EXISTENCE**

This corporation is to exist perpetually.

**ARTICLE VI - INCORPORATOR**

The name and address of the incorporator of these Articles of Incorporation is:

Ronald E. D'Anna, Esquire  
Mattlin & McClosky  
2300 Glades Road, Suite 400 East Tower  
Boca Raton, Florida 33431

**ARTICLE VII - DIRECTORS**

The number of directors constituting the initial board of directors of the corporation is one (1). The name and title of the persons who is to serve as member of the initial board of directors are:

1. Amy Benes-Salzverg - Director

**ARTICLE VIII OFFICERS**

This corporation shall have three (3) officers, initially. The names, addresses and positions of the initial officers are:

1. Amy Benes-Salzverg - President  
1116 NE 92<sup>nd</sup> Street, Miami Shores, FL 33138

2. Amy Benes-Salzverg - Secretary

1116 NE 92<sup>nd</sup> Street, Miami Shores, FL 33138

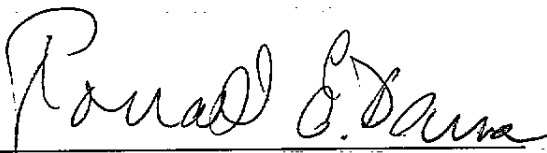
3. Amy Benes-Salzverg - Treasurer

1116 NE 92<sup>nd</sup> Street, Miami Shores, FL 33138

#### ARTICLE IX NATURE OF BUSINESS

This corporation may engage or transact in any and all lawful activities or businesses permitted under the laws of the United States, the State of Florida and any other state or territory.

IN WITNESS WHEREOF, the undersigned Incorporator has executed these Articles of Incorporation this 28 day of May, 2002.

  
\_\_\_\_\_  
Ronald E. D'Anna, Incorporator

**CERTIFICATE OF DESIGNATION OF  
REGISTERED AGENT/REGISTERED OFFICE**

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02 MAY 30 PM 2:29

Pursuant to the provisions of section 607.0501 of the Florida Statutes, the corporation,

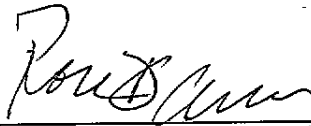
AJBS HOLDINGS, INC., organized under the laws of the State of Florida, submits the following  
statement in designating the Registered Agent/Registered Office, in the State of Florida.

The name and address of the Registered Agent/Registered Office is:

Ronald E. D'Anna, Esquire  
Mattlin & McClosky  
2300 Glades Road, Suite 400 East  
Boca Raton, Florida 33431

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.

Dated: May 28, 2002.

  
\_\_\_\_\_  
Ronald E. D'Anna, Esquire