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FLORIDA PROFIT CORPORATION OR P.A.

KESSLER HOLDINGS, INC.

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June 20, 2002

WEINER & ARONSON, P.A.

SUBJECT: KESSLER HOLDINGS, INC.
REF: W02000018081

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Please select a new name and make the correction in all appropriate places. One or more major words may be added to make the name distinguishable from the one presently on file.

Adding "of Florida" or "Florida" to the end of a name is not acceptable.

P98000104400 KESSLER HOLDING, INC. IS THE ACTIVE ENTITY IN CONFLICT.
ALSO, PLEASE GIVE TITLE TO THE OFFICER (PRESIDENT, VICE PRESIDENT,
SECRETARY, TREASURER)

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**ARTICLES OF INCORPORATION
OF
M. N. KESSLER HOLDINGS, INC.**

2002 JUN 21 AM 7:20

SECRETARY OF STATE
TALLAHASSEE FLORIDA

The undersigned incorporator hereby forms a corporation under Chapter 607 of the laws of the State of Florida.

ARTICLE I. NAME

The name of the corporation shall be: M. N. KESSLER HOLDINGS, INC.

The address of the principal office of this corporation shall be 15927 Laurel Creek Drive, Delray Beach, Florida 33446 and the mailing address shall be the same.

ARTICLE II. NATURE OF BUSINESS

This corporation may engage or transact in any or all 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 III. CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is 1000 shares of common stock having \$1.00 par value per share.

ARTICLE IV. ADDRESS

The street address of the initial registered office of the corporation shall be 15927 Laurel Creek Drive, Delray Beach, Florida 33446 and the name of the initial registered agent of the corporation at that address is Mitchell Kessler.

ARTICLE V. TERM OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE VI. DIRECTORS

All corporate powers shall be exercised by or under the authority of, and the business and affairs of the corporation managed under the direction of its Board of Directors, subject to any limitation set forth in these Articles of Incorporation. This corporation shall have one Director initially. The name and street address of the sole member of the Board of Directors is:

Mitchell Kessler
15927 Laurel Creek Drive
Delray Beach, Florida 33446

ARTICLE VII. OFFICERS

The names and addresses of the initial officer of the corporation who shall hold office for the first year of the corporation, or until his successors are elected or appointed is:

Mitchell Kessler, President/Secretary
15927 Laurel Creek Drive
Delray Beach, Florida 33446

ARTICLE VIII. INCORPORATOR

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

Weiner & Aronson, P.A.
102 North Swinton Avenue
Delray Beach, Florida 33444

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IN WITNESS WHEREOF, the undersigned agent of Weiner & Aronson, P.A., has hereunto set his hand and seal of Weiner & Aronson, P.A. on this 20th day of June, 2002.

WEINER & ARONSON, P.A.

By: Its: Associate

ACCEPTANCE OF REGISTERED AGENT DESIGNATED IN
ARTICLES OF INCORPORATION

MITCHELL KESSLER, having a business office identical with the registered office of the corporation named above, and having been designated as the Registered Agent in the above and foregoing Articles, is familiar with and accepts the obligations of the position of Registered Agent under Section 607.0505, Florida Statutes.

MITCHELL KESSLER

By: 

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