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W&S

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OF COUNSEL

LEONARD G. WEISBERG, JD, MBA, CPA
(ALSO ADMITTED TO OHIO BAR)

VIA FEDERAL EXPRESS

July 17, 2002

Department of State
Division of Corporations
409 East Gaines Street
Tallahassee, Florida 32399

Re: Mister, Inc.

Dear Sir or Madame:

Enclosed for filing please find an original and two copies of the Articles of Incorporation for the above-referenced corporation together with our firm's check in the amount of \$70.00. Please forward a date-stamped copy of the Articles of Incorporation to the undersigned in the stamped envelope provided. Thank you for your assistance with this matter. Please do not hesitate to call our office if you have any questions.

Very truly yours,

Dianne A. Reed

Dianne A. Reed, Legal Assistant to
Mark A. Schaum, Esquire

MAS/dar
Enc.

cc: Mr. Manny Golov

2544
W02-20889

PALM BEACH (561) 833-5805
BROWARD (954) 462-1501

OFFICES IN
NORTH PALM BEACH, FLORIDA
TAMARAC, FLORIDA

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

FILED
2002 JUL 25 AM 10:06
SECRETARY OF STATE
TALLAHASSEE FLORIDA

✓
8/7/02/02



FLORIDA DEPARTMENT OF STATE

Katherine Harris
Secretary of State

FILED

2002 JUL 25 AM 10:06

SECRETARY OF STATE
TALLAHASSEE FLORIDA

July 19, 2002

MARK A. SCHAUM, ESQUIRE
2300 CORPORATE BLVD. NW
SUITE 137
BOCA RATON, FL 33431

SUBJECT: MISTER, INC.
Ref. Number: W02000020889

We have received your document for MISTER, INC. and your check(s) totaling \$70.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an existing entity.

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.

Please return the original and one copy of your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6973.

Claretha Golden
Document Specialist
New Filings Section

Letter Number: 302A00044338

ARTICLES OF INCORPORATION
OF
MISTER B., INC.

FILED

2002 JUL 25 AM 10: 06

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:

MISTER B., INC.

The address of the principal office of this corporation shall be 107 Chestnut Street, #3, Boston, MA 02108, and the mailing address of the corporation 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 500 shares of common stock having \$1.00 par value per share.

ARTICLE IV. REGISTERED AGENT

The street address of the initial registered office of the corporation shall be 43 St. James Drive, Palm Beach, Gardens, Florida 33418, and the name of the initial registered agent of the corporation at that address is Brett J. Golov.

ARTICLE V. TERMS 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 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 address of the initial member of the Board of Directors is:

Brett J. Golov
Director

43 St. James Drive
Palm Beach Gardens, Florida 33418

ARTICLE VII. OFFICERS

The name and address of the initial officers of the corporation who shall hold office for the first year of the corporation, or until his successor is elected or appointed is:

Brett J. Golov
President

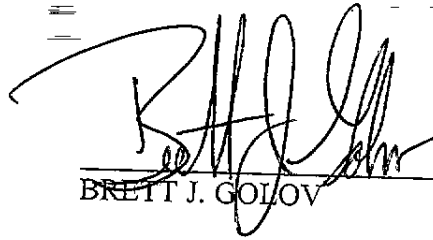
43 St. James Drive
Palm Beach Gardens, Florida 33418

ARTICLE VIII. INCORPORATOR

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

Brett J. Golov
43 St. James Drive
Palm Beach Gardens, Florida 33418

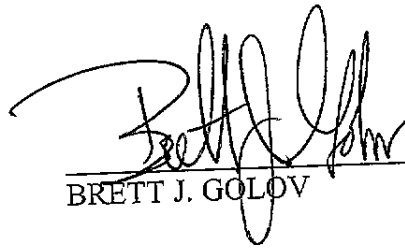
IN WITNESS WHEREOF, the undersigned, has hereunto set her hand on
July 16, 2002.


BRETT J. GOLOV

ACCEPTANCE OF REGISTERED AGENT DESIGNATED

IN ARTICLES OF INCORPORATION

Brett J. Golov, a Florida resident, 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.


BRETT J. GOLOV

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2002 JUL 25 AM 10:06
SECRETARY OF STATE
TALLAHASSEE FLORIDA