

P02000081521

Florida Department of State
Division of Corporations
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To:

Division of Corporations
Fax Number : (850) 205-0381

From:

Account Name : EMPIRE CORPORATE KIT COMPANY
Account Number : 072450003255
Phone : (305) 634-3694
Fax Number : (305) 633-9696

SECRETARY OF STATE
TALLAHASSEE FLORIDA

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FLORIDA PROFIT CORPORATION OR P.A.

pdq-format managers corp.

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SECRETARY OF STATE
TALLAHASSEE FLORIDA

ARTICLES OF INCORPORATION
OF
PDQ - FORMAD MANAGERS CORP.

ARTICLE I
CORPORATE NAME

The name of the Corporation shall be:
PDQ - FORMAD MANAGERS CORP.

ARTICLE II
NATURE OF CORPORATE BUSINESS

The Corporation may engage in any activity or business permitted under the laws of
the United States and under the laws of the State of Florida.

ARTICLE III
CAPITAL STOCK

This Corporation is authorized to issue a maximum of One Thousand (1,000) shares
of stock. The shares of stock authorized shall be common stock having a par value of One Dollar
(\$1.00) per share. The consideration to be paid for each share of stock shall be fixed by the Board
of Directors.

ARTICLE IV
INITIAL REGISTERED OFFICE AND AGENT AND PRINCIPAL OFFICE

The Corporation's initial Registered Agent and Registered Office in the State of

JUL-26-2002 10:30

Florida shall be:

Paul Cleeman
1250 East Hallandale Beach Boulevard
Suite 904
Hallandale, Florida 33009

The Corporation's principal office shall be:

1250 East Hallandale Beach Boulevard
Suite 904
Hallandale, Florida 33009

ARTICLE V

BOARD OF DIRECTORS

The number of Directors may be altered from time to time by By-Laws adopted by the Board of Directors. However, the Corporation shall have no less than one (1) Director at any time.

ARTICLE VI

INITIAL DIRECTORS

The names and post office addresses of the first Directors of the Corporation are:

<u>NAME</u>	<u>ADDRESS</u>
Paul Cleeman	1250 East Hallandale Beach Boulevard Suite 904 Hallandale, Florida 33009
Daniel Abramson	1250 East Hallandale Beach Boulevard Suite 904 Hallandale, Florida 33009
Alan Kaye	11030 NARCISUS DRIVE COOPER CITY, FL. 33026
Miguel Payastro	15505 S.W. 74 COURT MIAMI, FL. 33157

Howard Parnes

1 West Red Oak Lane
White Plains NY 10604

ARTICLE VII
INCORPORATOR

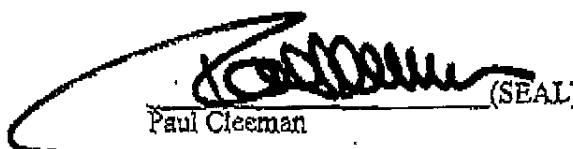
The name and post office address of the Incorporator executing these Articles of Incorporation is as follows:

<u>NAME</u>	<u>ADDRESS</u>
Paul Cleeman	1250 East Hallandale Beach Boulevard Suite 904 Hallandale, Florida 33009

ARTICLES VIII
COMMENCEMENT DATE

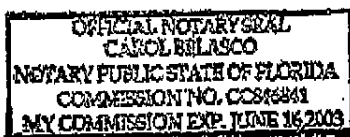
Corporate existence will commence upon filing.

THE UNDERSIGNED Incorporator, for the purpose of forming a corporation to do business within the State of Florida, makes and files these Articles of Incorporation, hereby declaring and certifying that the facts stated are true.

 (SEAL)
Paul Cleeman

STATE OF FLORIDA)
 SS.
COUNTY OF BROWARD)

I HEREBY CERTIFY that the foregoing instrument was acknowledged before me this 16th day of July 2002 by PAUL CLEEMAN who is personally known to me.



Carol Edasco
NOTARY PUBLIC

TOTAL P.05

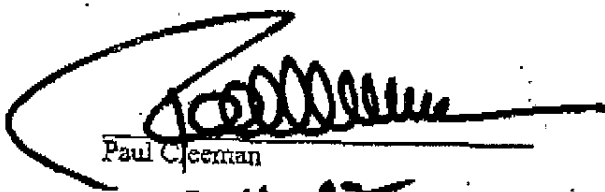
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The undersigned hereby accepts the foregoing designation as Initial Registered Agent and agrees to comply with the provisions of law applicable to said DESIGNATION.


Paul C. Corman
Date 7-16-02

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