

Division of Corporations

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P02000086127

Florida Department of State
Division of Corporations
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To:

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

From:

Account Name : CORPORATION SERVICE COMPANY
Account Number : I20000000195
Phone : (850) 521-1000
Fax Number : (850) 521-1030

FLORIDA PROFIT CORPORATION OR P.A.**GREENWALD FINANCIAL SERVICES, INC.**

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|-----------------------|----------------|
| Certificate of Status | 0 |
| Certified Copy | 1 |
| Page Count | 5 5 |
| Estimated Charge | \$78.75 |

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FLORIDA DEPARTMENT OF STATE
Katherine Harris
Secretary of State

July 10, 2002

CSC

SUBJECT: GREENWALD FINANCIAL SERVICES, INC.
REF: W02000019928

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02 AUG -8 AM 7:13
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

**ARTICLES OF INCORPORATION
OF
GREENWALD FINANCIAL SERVICES, INC.**

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:

GREENWALD FINANCIAL SERVICES, INC.

The address of the principal office of this Corporation shall be 1320 South Dixie Highway, Suite 781, Coral Gables, FL 33146.

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. Registered Agent

The street address of the initial registered office of the Corporation shall be 1320 South Dixie Highway, Suite 781, Coral Gables, FL 33146.

Article V. Term of Existence

This Corporation is to exist perpetually.

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Article VI. Board of 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 address of the initial member of the Board of Directors is:

SCOTT A. GREENWALD

1320 South Dixie Highway, Suite 781
Coral Gables, FL 33146Article VIII. Incorporator

The name and street address of the incorporator of this Corporation is:

SCOTT A. GREENWALD
1320 South Dixie Highway
Suite 781
Coral Gables, FL 33146

IN WITNESS WHEREOF, the undersigned Incorporator has hereunto set his hand and seal
this 28 day of June, 2002.



SCOTT A. GREENWALD, Incorporator

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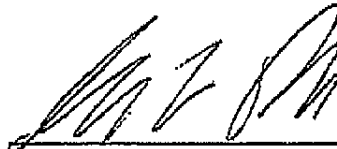
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**ACCEPTANCE OF REGISTERED AGENT DESIGNATED
IN THE ARTICLES OF INCORPORATION**

GARY L. BROWN, an individual residing in this state, having a business office identical with the registered office of the Corporation named below, and having been designated as the Registered Agent in the Articles of Incorporation of:

GREENWALD FINANCIAL SERVICES, INC.

is familiar with and accepts the obligations of the position of Registered Agent under Section 607.0505, Florida Statutes.



GARY L. BROWN

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