

NICOLE J. HUESMANN, P.A.
Attorney at Law

PO2000088606

3001 S.W. 3rd Avenue
Miami, Florida 33129
Phone (305) 285-2000
Fax (305) 285-5555
E-mail njhuesmann@aol.com

August 13, 2002

000007108970--0
-08/14/02--01048--001
*****78.75 *****78.75

VIA FEDERAL EXPRESS

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

FILED
02 AUG 14 PM 2:49
SECRETARY OF STATE
TALLAHASSEE FLORIDA

RE: BRAALEAF, HENTSCHEL & SCHOENSTATT CORP.


Dear Sir or Madam:

Enclosed for filing is the original and one copy of the Articles of Incorporation for Braaleaf, Hentschel & Schoenstatt Corp.

Also, enclosed is a check in the amount of \$78.75, which covers the fee for filing and a certified copy for the corporation. Please return the certified copy of the Articles as soon as possible via regular mail.

Your early attention to this matter will be appreciated.

Very truly yours,



Nicole J. Huesmann

Enclosures

D. WHITE AUG 15 2002

4

ARTICLES OF INCORPORATION
OF
BRAALEAF, HENTSCHEL & SCHOENSTATT CORP.

FILED
02 AUG 14 PM 2:49
SECRETARY OF STATE
TALLAHASSEE FLORIDA

ARTICLE I

NAME AND ADDRESS

The name of the Corporation shall be:

Braaleaf, Hentschel & Schoenstatt Corp.

The Corporation's address is:

501 Brickell Key Drive, Suite 602
Miami, Florida 33131

ARTICLE II

DURATION

The corporation shall commence its existence on August 14, 2002, and shall exist perpetually unless sooner dissolved according to law.

ARTICLE III

PURPOSE

It is the purpose of this corporation to engage in any activity or business permitted under the laws of the United States and of the State of Florida.

ARTICLE IV

CAPITAL STOCK

This corporation is authorized to issue one thousand (1,000) shares of \$1.00 par value common stock.

ARTICLE V

INITIAL REGISTERED OFFICE AND AGENT

The initial registered agent and the street address of the initial registered office of the Corporation is: Elba Hentschel, 501 Brickell Key Drive, Suite 602, Miami, Florida 33131

ARTICLE VI

INCORPORATORS

The name and address of the person signing these Articles of Incorporation as Incorporator is: Elba Hentschel, 501 Brickell Key Drive, Suite 602, Miami, Florida 33131

ARTICLE VII

INDEMNIFICATION

The corporation shall indemnify any Incorporator, Officer or Director, or any former Officer or Director, to the full extent permitted by law.

IN WITNESS WHEREOF, the undersigned has executed these Articles of Incorporation this 13th day of August, 2002. —



ELBA HENTSCHEL

ACCEPTANCE OF REGISTERED AGENT

Having been named to accept service of process for the above stated corporation, at the place designated in Article V of these Articles of Incorporation, the undersigned hereby agrees to act in this capacity, and further agrees to comply with the complete discharge of her duties.

DATED this 13th day of August, 2002.



ELBA HENTSCHEL

FILED

02 AUG 14 PM 2:49

STATE OF FLORIDA :
: SS.
COUNTY OF MIAMI-DADE :

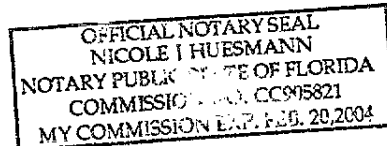
SECRETARY OF STATE
TALLAHASSEE FLORIDA

BEFORE ME, a Notary Public authorized in County and State set forth above, personally appeared ELBA HENTSCHEL, known to me and known to be the person who, as Incorporator, executed the foregoing Articles of Incorporation of Braaleaf, Hentschel & Schoenstatt Corp., and she acknowledged before me that she executed same.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal in the County and State aforesaid, this 13th day of August, 2002.


NOTARY PUBLIC, STATE OF FLORIDA

My Commission Expires:



STATE OF FLORIDA :
: SS.
COUNTY OF MIAMI-DADE :

BEFORE ME, a Notary Public authorized in County and State set forth above, personally appeared ELBA HENTSCHEL, known to me and known to be the person who, as Registered Agent, executed the foregoing Articles of Incorporation of Braaleaf, Hentschel & Schoenstatt Corp., and she acknowledged before me that she executed same.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal in the County and State aforesaid, this 13th day of August, 2002.


NOTARY PUBLIC, STATE OF FLORIDA

My Commission Expires:

