

COHN & MONIOUDIS, P.A.

SCOTT E. COHN PERRY D. MONIOUDIS

315 S.E. 7TH STREET SECOND FLOOR FT. LAUDERDALE, FLORIDA 33301

TELPHONE: (954) 523-8787

FAX: (954) 523-5543

August 21, 2002

State of Florida Division of Corporations P.O. Box 6327 Tallahassee, FL 32314

Re: MABRISE CORP.

Dear Sir or Madam:

Enclosed herewith please find one original and two copies of Articles of Incorporation for the above referenced corporation and a check in the amount of \$78.75, representing the fees for filing, obtaining a certified copy and registered agent designation.

Please have one of these copies stamped as received and returned to my office. Should you have any questions with regard to this filing, please do not hesitate to call.

سريتها ريه

Very truly yours

SEC/Ir

Enclosures

m1 8/2

Article of Incorporation

ARTICLES OF INCORPORATION

<u>OF</u>

MABRISE CORP.

SECRETARY OF STATE TALLAHASSEE, FLORIDA

ARTICLE I - NAME OF CORPORATION

The name of this organization shall be MABRISE CORP.

ARTICLE II - TERM OF EXISTENCE

This corporation shall have perpetual existence.

ARTICLE III - GENERAL NATURE OF BUSINESS

The general purpose for which this corporation is organized shall be to engage in any lawful activity or to transact any lawful business for which a corporation may be incorporated under the Florida Business Corporations Act.

ARTICLE IV - AUTHORIZED SHARES

The total authorized capital stock of this corporation shall consist of 100 shares of Common Stock, par value \$0.01 per share.

ARTICLE V - CAPITAL TO BEGIN BUSINESS

The amount of capital with which this corporation will begin business shall be determined by the initial Board of Directors.

ARTICLE VI - ADDRESS OF PRINCIPAL OFFICE

The address of the principal office of the Corporation is:

985 Lake Berkley Drive Kissimmee FL 34746 Article of Incorporation

ARTICLE VII - ADDRESS OF REGISTERED OFFICE IN THIS STATE

The street address of the initial registered office of this Corporation in the State of Florida is:

315 SE 7th Street Second floor, Ft. Lauderdale Florida 33301

And the initial registered agent of this Corporation at that address shall be Scott E. Cohn, Esq., who, by his signature below accepts this designation.

Registered Agent

ARTICLE VIII - NUMBER OF DIRECTORS

This corporation shall have not less than one (1) director.

ARTICLE IX - INITIAL BOARD OF DIRECTORS

The names and street addresses of the initial members of the Board of Directors are:

NAME

ADDRESSES

Bridget Curtis

985 Lake Berkley Drive

Kissimmee, FL 34746

ARTICLE X – INCORPORATORS

The name and street address of the people signing these Articles of Incorporation is:

NAME

ADDRESS

Bridget Curtis

985 Lake Berkley Drive

Kissimmee, FL 34746

ARTICLE XI - AFFILIATED TRANSACTIONS

This corporation expressly elects not to be governed by Section 607.0901 of the Florida Business Corporation Act, as amended from time to time, relating to affiliated transactions.

BRIDGET CURTIS