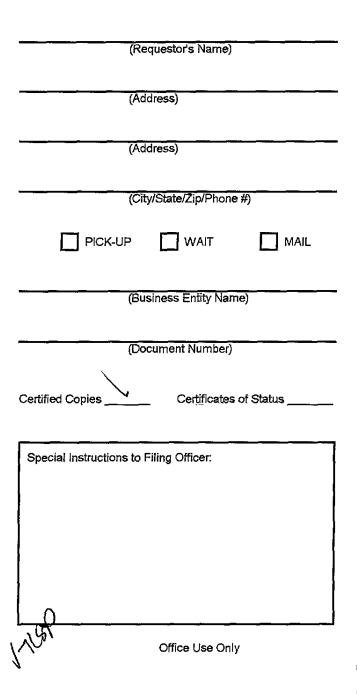
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Akerman Senterfitt

Boca Raton Fort Lauderdale Jacksonville Miami Orlando Tallahassee Tampa West Palm Beach 222 Lakeview Avenue 4th Floor West Palm Beach, Florida 33401-6147

Post Office Box 3188 mail West Palm Beach, Florida 33402-3188

www.akerman.com

561 653 5000 tel 561 659 6313 fax

Thomas E. Streit, Esquire tstreit@akerman.com

December 10, 2002

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

Re: Long-Term Finance and Development, Inc.

Dear Sir:

Enclosed please find Articles of Incorporation for Long-Term Finance and Development, Inc., along with our client's check in the sum of \$78.75 for filing fees. Please return a certified copy of the Articles of Incorporation to me at the above address.

Very truly yours,

Thomas E. Streit For the Firm

TES/eb Enclosures

ARTICLES OF INCORPORATION

FILED

OF

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SECILIA OF B. CHATE LONG-TERM FINANCE AND DEVELOPMENT, INCLAMASSISE, FUGRIDA

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 is Long-Term Finance and Development, Inc.

The address of the principal office of this corporation shall be 222 Lakeview Avenue, Suite 400, West Palm Beach, FL 33401 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 1,000 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 222 Lakeview Avenue, Suite 400, West Palm Beach, FL 33401 and the name of the initial registered agent of the corporation at that address is Thomas E. Streit.

ARTICLE V. TERM OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE VI. DIRECTOR

The number of directors consituting the corporation's initial board of directors is one (1) whose name and address is:

Mr. Gerald Rosenblum 5000 Blue Lake Drive Suite 150 Boca Raton, FL 33431

ARTICLE VII. INCORPORATOR

The name and street address of the incorporator to these Articles of Incorporation is Thomas E. Streit, 222 Lakeview Avenue, Suite 400, West Palm Beach, FL 33401.

IN WITNESS WHEREOF, I, have hereunto set my hand and seal this <u>lou</u>day of December, 2002.

INCORPORATOR

Thomas E. Streit

STATE OF FLORIDA COUNTY OF PALM BEACH

I HEREBY CERTIFY that on this day personally appeared before me, the undersigned authority, Thomas C. Street, to me well known and known to me to be the person who executed the foregoing instrument and acknowledged before me that he executed the same freely and voluntarily for the uses and purposes there in set forth and expressed.

IN WITNESS WHEREOF, I have hereunto set my hand and official seal this

day of December, 2002.

ARY PUBLIC, STATE OF FLORIDA

Elaine Berman
CG \$15353
Expires Apr. 24, 2003
Bonded Thru
Atlantic Bending Co., inc.

CERTIFICATE DESIGNATING REGISTERED AGENT AND REGISTERED OFFICE

PURSUANT TO THE PROVISIONS OF SECTION 607.0501, FLORIDA STATUTES, THE UNDERSIGNED CORPORATION, ORGANIZED UNDER THE LAWS OF THE STATE OF FLORIDA, SUBMITS THE FOLLOWING STATEMENT IN DESIGNATING THE REGISTERED OFFICE/AGENT, IN THE STATE OF FLORIDA.

- 1. The name of the corporation is Long-Term Finance and Development, Inc.
- 2. The name and address of the registered agent and office is:

Thomas E. Streit
222 Lakeview Avenue
Suite 400
West Palm Beach, FL 33401

Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this certificate, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.

Dated this Julday of December, 2002.

Thomas E. Streit

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