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700 E. Dania Beach Blvd.
Dania Beach, FL 33004-3090

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(City/State/Zip/Phone #)

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03/07/03 10:11:15

ARTICLES OF INCORPORATION
OF
TALTOM INVESTMENTS, INC.

I, THE UNDERSIGNED, desiring to form a corporation under the laws of the State of Florida, providing for the formation, liabilities, rights, privileges, and immunities of corporations for profit, DO HEREBY CERTIFY AS FOLLOWS:

ARTICLE I

NAME OF CORPORATION

The name of the corporation shall be: **TALTOM INVESTMENTS, INC.**

ARTICLE II

This corporation shall have perpetual existence unless sooner dissolved according to law.

ARTICLE III

GENERAL NATURE OF BUSINESS

The general nature of business of this corporation shall be as follows:

1. The corporation may engage in any activity or business permitted under the laws of the United States and the State of Florida.
2. To transact the business of investing on behalf of itself or others, any part of its capital and such additional funds as it may obtain or any interest therein, either as tenant in common or otherwise, and selling or otherwise disposing of the corporation, and the enjoyment and exercise thereof, as conferred by the laws of the State of Florida, upon corporations for profit.

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ARTICLE IV
CAPITAL STOCK

The amount of the authorized capital stock of this corporation shall be ONE THOUSAND SHARES (1,000) of common stock, with a par value of One Dollar (\$1.00) per share. All of said stock shall be payable in cash, property, labor or services, at a just valuation to be fixed by the Board of Directors at a meeting called for that purpose.

ARTICLE V
PRINCIPAL PLACE OF BUSINESS

The principal place of business of this corporation shall be at 768 East Dania Beach Boulevard, Dania Beach, Florida, 33004, with the privilege of having branch offices at other places within or outside the State of Florida, and within or outside the United States of America, and the name of its registered agent and initial registered office are ITZHAK DICKSTEIN, 768 East Dania Beach Boulevard, Dania Beach, Florida, 33004.

ARTICLE VI
AMOUNT OF CAPITAL TO BEGIN BUSINESS

The amount of capital with which this corporation shall commence business shall not be less than Five Hundred and 00/100 (\$500.00) Dollars.

ARTICLE VII
NUMBER OF DIRECTORS

The number of directors of this corporation shall not be less than one (1) nor more than five (5).

ARTICLE VIII

DIRECTORS

The names and post office addresses of the first Board of Directors of this corporation shall be one (1) in number, and who shall hold office for the first year, or until their successors are elected and have qualified, shall be:

ITZHAK DICKSTEIN
768 East Dania Beach Boulevard
Dania Beach, Florida 33004

ARTICLE IX

INCORPORATOR

The name and address of the incorporator to the Articles of Incorporation is:

ITZHAK DICKSTEIN
768 East Dania Beach Boulevard
Dania Beach, Florida 33004

ARTICLE X

SPECIAL CHARTER PROVISIONS

Directors and Officers of this corporation need not be Stockholders.

ARTICLE XI

SUBCHAPTER "S" DESIGNATION

This corporation shall be designated as a Subchapter "S" corporation as such term is defined in the Internal Revenue Code.

ARTICLE XII

DATE OF COMMENCEMENT

The date of commencement of corporate existence of this corporation shall be on the date these Articles of Incorporation are filed with the Florida Department of State.


IN WITNESS WHEREOF, I have hereunto set my hand and seal on this 30th day of January, 2003.


ITZHAK DICKSTEIN

STATE OF FLORIDA)
)
COUNTY OF BROWARD)

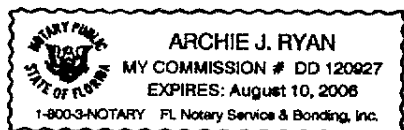
PERSONALLY APPEARED before me, the undersigned authority, ITZHAK DICKSTEIN, to me well known to be the person described in and who executed and subscribed to the foregoing Articles of Incorporation, and he acknowledged before me that he executed and subscribed to the same for the purposes therein expressed.

IN WITNESS WHEREOF, I have hereunto set my hand and official seal at City of Dania Beach, Broward County, Florida, this 30th day of January, 2003.



Notary Public, State of Florida
Printed Name: **ARCHIE J. RYAN III**

My Commission Expires:



STATE OF FLORIDA
DEPARTMENT OF STATE

Certificate Designating Place of Business or Domicile for the Service of Process Within This State, Naming Agency Upon Whom Process May be Served and Name and Addresses of the Officers and Directors.

The following is submitted, in compliance with Chapter 48-091, Florida Statutes.

TALTOM INVESTMENTS, INC.

a corporation organized (or organizing) under the laws of the State of Florida, with its principal office at 768 East Dania Beach Boulevard, in the City of Dania Beach, County of Broward, State of Florida, has named ITZHAK DICKSTEIN, located at 768 East Dania Beach Boulevard, in the City of Dania Beach, County of Broward, State of Florida, as its agent to accept service of process within this state.

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OFFICERS:

<u>NAME</u>	<u>TITLE</u>	<u>SPECIFIC ADDRESS</u>
ITZHAK DICKSTEIN	President Secretary/Treasurer	768 E. Dania Beach Blvd. Dania Beach, FL 33004

BOARD OF DIRECTORS:

ITZHAK DICKSTEIN	768 E. Dania Beach Blvd. Dania Beach, FL 33004
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Dated this 30th day of January, 2003.


ITZHAK DICKSTEIN, President

ACCEPTANCE:

I agree, as Resident Agent, to accept service of process, to keep the office open during prescribed hours, and to post my name (and any other officers of said Corporation authorized to accept service of process at the above Florida designated address) in some conspicuous place in office as required by law.


ITZHAK DICKSTEIN, Registered Agent