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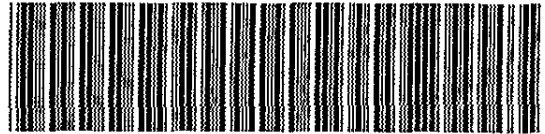
(Business Entity Name)

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05/22/03--01035--005 **78.75

EFFECTIVE DATE
06-01-03

FILED
03 MAY 21 PM 2:10
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

✓

g5/2c

BRANDON FLYNN
26396 Nadir Road #505
Punta Gorda, FL 33983

MAY 19, 2003

DEPT OF STATE
DIVISION OF CORPORATIONS
POST OFFICE BOX 6327
TALLAHASSEE, FL 32314

ATTN: CHARTER SECTION

REF: BRANDES FLORIDA PROPERTIES, INC.

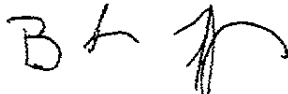
EFFECTIVE DATE
06-01-03

GENTLEMEN:

ENCLOSED ARE ARTICLES OF INCORPORATION, ORIGINAL AND ONE COPY ALONG
WITH A CHECK IN THE AMOUNT OF \$78.75 FOR THE FILING FEE AND CERTIFICATE.

THANK YOU FOR YOUR IMMEDIATE ATTENTION TO THIS FILING.

VERY TRULY YOURS,



BRANDON FLYNN
PRESIDENT

ARTICLES OF INCORPORATION
OF
BRANDES FLORIDA PROPERTIES, INC.

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TALLAHASSEE, FLORIDA

ARTICLE I

The name of the corporation is **BRANDES FLORIDA PROPERTIES, INC.**

ARTICLE II

The effective date of this corporation shall be **JUNE 1, 2003**. The period of its duration is perpetual.

ARTICLE III

The purpose for which the corporation is organized is the transaction of any or all lawful business for which corporations may be incorporated under the Florida Corporation Act.

ARTICLE IV

EFFECTIVE DATE
06-01-03

The aggregate number of shares which the corporation shall have the authority to issue is ten thousand (10,000) at the par value of one dollar (\$1.00) each. Cumulative voting of the shares is expressly prohibited.

ARTICLE V

The address of the initial registered office, the principal office and mailing address is:

26396 NADIR ROAD #505
PUNTA GORDA, FL 33983

The initial registered Agent at this office is **Brandon Flynn**.

ARTICLE VI

The name and address of the incorporator-subscriber is as follows:

Brandon Flynn
26396 Nadir Road #505
Punta Gorda, FL 33983

ARTICLE VII

The number of directors constituting the initial board of directors is four (4). The name and address of the persons who are to serve as directors until the first annual meeting of the shareholders or until his/her successors are elected and qualified is:

Brandon Flynn
26396 Nadir Road #505
Punta Gorda, FL 33983

Desmond A. Ferguson
2906 Beach Channel Drive
Far Rockaway, NY 11691

Sarah Flynn
26396 Nadir Road #505
Punta Gorda, FL 33983

Kathleen Ferguson
2906 Beach Channel Drive
Far Rockaway, NY 11691

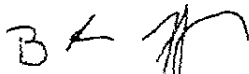
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ARTICLE VIII

The Board of Directors is empowered to make, alter or repeal the Bylaws of the corporation without restriction of their powers conferred by statute.


ARTICLE IX

ACKNOWLEDGEMENT AND CONSENT OF THE REGISTERED AGENT Having been named Initial Registered Agent at the Initial Registered Office designated in these Articles of Incorporation, I hereby accept such status and consent to act in this capacity and agree to comply with all the requirements of law pertaining thereto.



Brandon Flynn
26396 Nadir Road #505
Punta Gorda, FL 33983

The undersigned incorporator has executed these Articles of Incorporation this 19 DAY OF MAY, 2003.



Brandon Flynn