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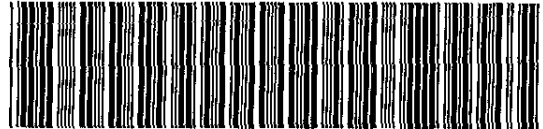
(Business Entity Name)

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05/22/03--01062--007 **78.75

FILED
SECRETARY OF STATE
TALLAHASSEE, FLORIDA
03 MAY 22 PM 3:05

JOEL REINSTEIN

LAW OFFICES
OF
JOEL REINSTEIN, P.A.
WACHOVIA PLAZA • SUITE 325
925 SOUTH FEDERAL HIGHWAY
BOCA RATON, FLORIDA 33432

TELEPHONE (561) 393-6714
FACSIMILE (561) 393-1909

May 21, 2003

AIRBORNE

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

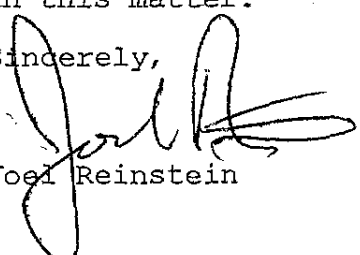
Re: PEM Family Corp.

Dear Sir or Madam:

Enclosed for filing are the Articles of Incorporation for the above-referenced corporation, together with a check in the amount of \$78.75, representing your filing fee. Please return a certified copy in the enclosed prepaid envelope.

Thank you for your cooperation in this matter.

Sincerely,


Joel Reinstein

JR/wsm

Enclosures-check

cc: Mr. Philip E. Morgaman
David B. Zugman, C.P.A.
Chad E. Pugatch, Esq.

StateInc.ltr

ARTICLES OF INCORPORATION

OF

PEM FAMILY CORP.

FILED STATE
SECRETARY OF FLORIDA
TALLAHASSEE, FLORIDA
03 MAY 22 PM 3:05

ARTICLE I

The name of the corporation is PEM FAMILY CORP. (hereinafter called the "Corporation"), and the address of the principal office and the mailing address of the Corporation is 1600 West Commercial Blvd., Fort Lauderdale, FL 33309.

ARTICLE II

This corporation may engage in any activity or business permitted under the laws of the United States and Chapter 607, Florida Statutes.

ARTICLE III

The capital stock authorized, the par value thereof, and the characteristics of such stock shall be as follows:

<u>Number of Shares</u> <u>Authorized</u>	<u>Par Value</u> <u>Per Share</u>	<u>Class of</u> <u>Stock</u>
7,500	\$1.00	Common

ARTICLE IV

The street address of the Corporation's initial registered office in the State of Florida is 1600 West Commercial Blvd., Fort Lauderdale, FL 33309, in the County of Broward, and the name of its initial registered agent at such office is Philip E. Morgaman.

ARTICLE V

The Board of Directors of the Corporation shall consist of at least one director, with the exact number to be fixed from time to time in the manner provided in the Corporation's bylaws. The number of directors constituting the initial Board of Directors is one (1), and the name and address of the member of the initial Board of Directors, who is to serve as the Corporation's director until his successors are duly elected and qualified is:

Philip E. Morgaman
1600 West Commercial Blvd.
Fort Lauderdale, FL 33309

ARTICLE VI

The name of the Incorporator is Philip E. Morgaman and the address of the Incorporator is 1600 West Commercial Blvd., Fort Lauderdale, FL 33309.

ARTICLE VII

This Corporation shall indemnify and advance expenses on behalf of its officers and directors to the fullest extent permitted by law in existence either now or hereafter.

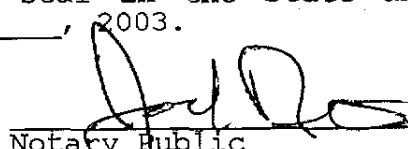
IN WITNESS WHEREOF, the undersigned, being the Incorporator named above, for the purpose of forming a corporation pursuant to the Florida Business Corporation Act of the State of Florida has signed these Articles of Incorporation this 21 day of MAY, 2003.


PHILIP E. MORGAMAN

STATE OF FLORIDA)
) ss:
COUNTY OF Broward)

BEFORE ME, the undersigned authority, personally appeared PHILIP E. MORGAMAN, who is personally known to me and who did not take an oath.

WITNESS my hand and official seal in the State and County aforesaid, this 21 day of MAY, 2003.


Notary Public

My commission Expires:



Joel Reinstein
MY COMMISSION # DD045355 EXPIRES
September 22, 2005 -
BONDED THRU TROY FAIN INSURANCE, INC.

ACCEPTANCE OF APPOINTMENT OF REGISTERED AGENT

The undersigned, having been named the Registered Agent of PEM FAMILY CORP., hereby accepts such designation and is familiar with, and accepts, the obligations of such position, as provided in Florida Statutes Section 607.0505.


Philip E. Morgan
Registered Agent

DATED: MAY 21, 2003

FILED
SECRETARY OF STATE
TALLAHASSEE, FLORIDA
03 MAY 22 PM 3:05

ARTICLES.INC
PEMFAMILYCORP.INC