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Florida Department of State
Division of Corporations
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To: Division of Corporations
Fax Number : (850) 205-0381

From: Account Name : BRENNER & DIENSTAG, P.A.
Account Number : I20010000124
Phone : (305) 372-8899
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA
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FLORIDA PROFIT CORPORATION OR P.A.

Mayberry Asset Managers, Inc.



Certificate of Status	1
Certified Copy	0
Page Count	01
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ARTICLES OF INCORPORATION
OF
MAYBERRY ASSET MANAGERS, INC.

ARTICLE I - NAME

The name of this corporation is MAYBERRY ASSET MANAGERS, INC, a Florida Corporation.

ARTICLE II - DURATION

This corporation shall have perpetual existence commencing on the date of this filing of these Articles with the Department of State.

ARTICLE III - PURPOSE

This corporation is organized for the purpose of transacting any or all lawful business for which corporations may be incorporated under Chapter 607, Florida Statutes, as now exists or may after be amended.

ARTICLE IV - CAPITAL STOCK

This corporation is authorized to issue 1000 share of One Dollar (\$1.00) per value common stock, which shall be designated as "Common Shares."

ARTICLE V - INITIAL REGISTERED OFFICER AND AGENT

The street address of the initial registered office of this corporation is 21 SE 1st Ave., Suite 800, Miami, FL 33131, and the name of the initial registered agent of this corporation at that address is RICHARD M. BRENNER.

ARTICLE VI - INITIAL BOARD OF DIRECTORS

This corporation shall have 1 Directors constituting the initial Board of Directors. The number of

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Directors may be either increased or decreased from time to time by the bylaws; however, there shall never be less than 1 Director and any more than five. The name and address of the initial Board of Directors of this corporation is:

RICHARD M. BRENNER
21 SE 1st Ave., Suite 800
Miami, Florida 33131

ARTICLE VII - INCORPORATOR

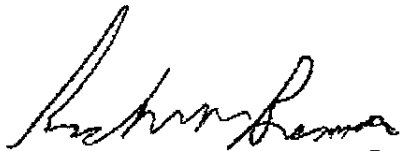
The names and addresses of the Incorporators signing these Articles are:

RICHARD M. BRENNER
21 SE 1st Ave., Suite 800
Miami, Florida 33131

ARTICLE VIII - AMENDMENT

This corporation reserves the right to amend or repeal any provision contained in these Articles of Incorporation, or any amendment hereto, by a majority vote of the Board of Directors, and any right conferred upon the shareholders is subject to this reservation.

IN WITNESS WHEREOF, the undersigned Incorporator has executed these Articles of Incorporation on the 12 day of June, 2003.



RICHARD M. BRENNER, Incorporator

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STATE OF FLORIDA)
)ss.
COUNTY OF MIAMI-DADE)

BEFORE ME, a Notary Public authorized to take acknowledgments in the State and County set forth above, personally appeared RICHARD M. BRENNER, personally known to me or who produced _____ as identification being the persons who executed the foregoing Articles of Incorporation, and they acknowledged before me that they executed these Articles of Incorporation.

IN WITNESS WHEREOF, I have set my hand and seal in the State and County above, this _____ day of June, 2003.

NOTARY PUBLIC, State of Florida
My Commission Expires:

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**CERTIFICATE DESIGNATING PLACE OF BUSINESS FOR
SERVICE OF PROCESS WITHIN THE STATE,
NAMING AGENT UPON WHOM PROCESS MAY BE SERVED**

In compliance with Sections 48.091 and 607.034, Florida Statutes, the following is submitted:

THAT desiring to organize or qualify under the laws of the State of Florida, with its principle place of business at 21 SE 1st Ave., Suite 800, Miami, FL 33131, has named RICHARD M. BRENNER, as its sole registered agent to accept service of process within Florida.

Dated: June 12, 2003


RICHARD M. BRENNER, Incorporator

Having been named to accept service of process for the above named corporation, at the place designated in this Certificate, I hereby accept to act in this capacity, and I further agree to comply with the provisions of all statutes relative to the proper performance of my duties.


RICHARD M. BRENNER, Registered Agent

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