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(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

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(Business Entity Name)

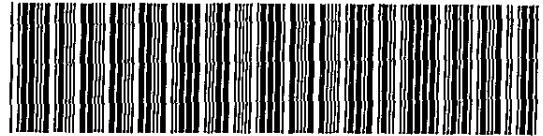
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SECRETARY OF STATE
TALLAHASSEE FLORIDA

BERGMAN, SPIEWAK, GOTTESMAN & COMPANY, P.A.

CERTIFIED PUBLIC ACCOUNTANTS

AmTrust Bank Plaza

8211 W. Broward Blvd., Suite 440

Plantation, Florida 33324

GARRY S. BERGMAN, CPA

MARC A. SPIEWAK, CPA

ALLAN GOTTESMAN, CPA

PHONE: (954) 321-9991

FAX: (954) 321-9994

bscpacpa.com

September 22, 2003

New Corporations Department

State of Florida

P.O. Box 6327

Tallahassee FL 32314

Re: New Corporation

Enclosed is the original and a copy of the Articles of Incorporation for the enclosed new corporation. along with a check for:

Filing Fees	\$ 35.00
Registered Agent Designation	\$ 35.00
Certified Copy	\$ 8.75

For a total of \$78.75. Please activate the corporation and return a processed copy.

Thank you for your assistance in this matter.

MEMBERS OF:

AMERICAN INSTITUTE OF CERTIFIED PUBLIC ACCOUNTANTS

FLORIDA INSTITUTE OF CERTIFIED PUBLIC ACCOUNTANTS

CONNECTICUT SOCIETY OF CERTIFIED PUBLIC ACCOUNTANTS

**ARTICLES OF INCORPORATION
OF
Brooklyn Supply, Inc.**

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SECRETARY OF STATE
TALLAHASSEE FLORIDA

The undersigned, acting as incorporator, and for the purposes of forming a corporation pursuant to Florida Business Corporation Act, hereby adopts the following Articles of Incorporation:

ARTICLE I -- NAME OF CORPORATION

The name of this corporation being:

Brooklyn Supply, Inc.

ARTICLE II -- PLACE OF CORPORATION

With its principal place of business at:

**1829 LOFTWAY CIRCLE #1421
ORLANDO, FL 32826**

The board of directors may, from time to time, move the principal place of business to any other address in the State of Florida and establish branch offices in any place within the State of Florida as said corporation may desire.

ARTICLE III -- GENERAL PURPOSE OF CORPORATION

The general purpose for which this corporation is being initially organized are as follows:

The transaction of any and all lawful business for which corporations may be organized to transact under Chapter 607, Florida General Corporation Act..

ARTICLE IV -- CAPITAL STOCK

The maximum number of shares of stock this corporation is authorized to have outstanding at any one time shall be one hundred (100) of common stock of the par value of one dollar (\$1.00) each. There shall be only one class of stock.

ARTICLE V -- INITIAL DIRECTORS/OFFICERS

The names and addressess of the initial directors/officers, who, unless otherwise provided by the bylaws of this corporation, shall hold office and manage the corporation for the first year of existence of the corporation or until their successors are elected or appointed and have qualified, are as follows:

**Matthew Spiewak, President
10815 Richmond Place
Cooper City, Florida 33026**

**Matthew Leff, V.P., Secretary and Treasurer
1829 Loftway Circle #1421
Orlando, Florida 32826**

ARTICLE VI -- INITIAL REGISTERED OFFICE AND AGENT

Pursuant to the provisions of section 607.0501, Florida Statutes, hereby designates the registered agent and registered office, in the State of Florida, that being and is so authorized to accept service of process within the State of Florida:

Matthew Spiewak
10815 Richmond Place
Cooper City Florida 33026

ARTICLE VII -- NAME AND ADDRESS OF INCORPORATOR

The undersigned, being an incorporator for the purposes of forming this corporation for profit to do business both within and without the State of Florida, does hereby make, subscribe, acknowledge and file this certificate, hereby declaring and certifying that the facts contained herein stated are true and accordingly has hereto under set his/her hand this 2 day of Sept, 2003.

Matthew Spiewak
Matthew Spiewak
10815 Richmond Place
Cooper City Florida 33026

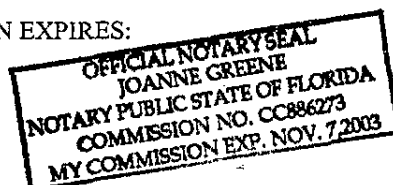
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Date

Personally appeared before me, the undersigned authority, **Matthew Spiewak**, to me well known as the person described in and who executed and subscribed to the foregoing articles of **Brooklyn Supply, Inc.** and he(she) acknowledged before me that he(she) executed and subscribed the same for the purposes therein expressed.

In witness whereof, I have hereunto set my hand and official seal at Plantation (CITY), Broward County, Florida, This 2nd Day of September 2003.

Joanne Greene
NOTARY PUBLIC

MY COMMISSION EXPIRES:



ACKNOWLEDGMENT AND CERTIFICATE OF REGISTERED AGENT

HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR:

Brooklyn Supply, Inc.

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 duties, and I am familiar with and accept the obligations of my position as Registered Agent.

Matthew Spiewak
Matthew Spiewak

President

9/2/03
Date

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TALLAHASSEE FLORIDA