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FLORIDA PROFIT CORPORATION OR P.A.

b & l finance, inc.

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This Instrument Prepared By:
ANDREW D. TARR, ESQ.
Andrew D. Tarr, P.A.
The 1250 East Building - Suite #710
1250 East Hallandale Beach Boulevard
Hallandale Beach, Florida 33009

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(4)

ARTICLES OF INCORPORATION
OF
B & L Finance, Inc.

The undersigned, acting as Incorporator of a Florida corporation under the Florida General Corporation Act, Chapter 607 of the Florida Statutes, hereby adopts the following Articles of Incorporation for such Corporation:

ARTICLE I
NAME

The name of the Corporation is B & L Finance, Inc.

ARTICLE II
PRINCIPLE OFFICE AND MAILING ADDRESS

The principle office of the Corporation is 1150 North University Drive, Pembroke Pines, Florida 33024.

ARTICLE III
PURPOSE

The Corporation is organized for the purpose of transacting any and all lawful business for which corporations may be incorporated under the laws of the State of Florida.

ARTICLE IV
CAPITAL STOCK

The Corporation is authorized to issue 100 shares of One Dollar (\$1.00) par value Common Stock.

ARTICLE V
INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of the Corporation is 1150 North University Drive, Pembroke Pines, Florida 33024 and the name of the initial Registered Agent of the Corporation is Brian Gilderman.

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ARTICLE VI
INITIAL BOARD OF DIRECTORS

The Corporation shall initially have two (2) director(s) to hold office until the first annual meeting of shareholders and successors to said directors shall have been duly elected and qualified, or until the earlier resignation, removal from office, or death of said directors. The number of directors may be either increased or decreased from time to time in accordance with the Bylaws of the Corporation. The names and addresses of the initial directors of the Corporation :

<u>NAME</u>	<u>ADDRESS</u>
Brian Gilderman	1205 North Biscayne Point Road, Miami Beach, Florida 33141
Larry Gilderman	4800 North 31 st Court Hollywood, Florida 33019

ARTICLE VII
INCORPORATOR

The name and address of the person signing these Articles is:

<u>NAME</u>	<u>ADDRESS</u>
Brian Gilderman	1205 North Biscayne Point Road, Miami Beach, Florida 33141

ARTICLE VIII
AMENDMENTS

The power to amend these Articles of Incorporation in accordance with law is reserved to the shareholders. Any right conferred upon any shareholder by these Articles of Incorporation is subject to this reservation.

IN WITNESS WHEREOF, the undersigned has executed these Articles of Incorporation this 15 day of October, 2003.



Brian Gilderman

TOTAL P.04

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STATE OF FLORIDA
COUNTY OF BROWARD

I HEREBY CERTIFY that on this day before me, an officer duly authorized in the state and county aforesaid to take acknowledgments, personally appeared BRIAN GILDERMAN who is personally known to me and who did take an oath, who is described in and who executed the foregoing Articles of Incorporation, and acknowledged before me that he executed these Articles of Incorporation.

WITNESS my hand and official seal in the county and state last aforesaid, this 16 day of October, 2003.



Rose A. de Armas
My Commission 00782878
Expires April 12, 2007

[Signature]

Name: _____

NOTARY PUBLIC

(Seal)

My Commission Expires:

ACCEPTANCE OF DESIGNATION AS REGISTERED AGENT

I hereby accept the appointment as the initial Registered Agent of B & L Finance, Inc., as made in the foregoing Articles of Incorporation.

DATE: October 16, 2003

[Signature]

Brian Gilderman

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