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BLOCH, MINERLEY & FEIN

FAX NO 561 447 9884

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Division of Corporations

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FLORIDA PROFIT CORPORATION OR P.A.

MARDAV MANAGEMENT CO., INC.

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ARTICLES OF INCORPORATION

Article I. Name

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

The name of this Florida corporation is:

MARDAV MANAGEMENT CO., INC.

Article II. Address

The mailing address of the Corporation is:

2600 South Ocean Boulevard, #PH-B  
Boca Raton, FL 33432

Article III. Registered Agent

The name and address of the registered agent of the Corporation is:

Stuart E. Bloch, Esq.  
Bloch, Minerley & Fein, P.L.  
980 N. Federal Highway, Suite 412  
Boca Raton, FL 33432

Article IV. Board of Directors

The affairs of the Corporation shall be managed by a Board of Directors consisting of not less than one director. The number of directors may be increased or decreased from time to time in accordance with the Bylaws of the Corporation. The election of directors shall be done in accordance with the Bylaws. The directors shall be protected from personal liability to the fullest extent permitted by applicable law.

Stuart E. Bloch, Esq., Florida Bar No. 886459  
Bloch, Minerley & Fein, P.L.  
980 N. Federal Highway, Suite 412  
Boca Raton, FL 33432  
(561) 362-6699

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Article V. Capital Stock

The Corporation shall have the authority to issue 10,000 shares of common stock, par value \$.01 per share.

Article VI. Incorporator

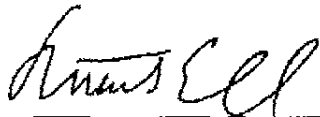
The name and address of the incorporator is:

Stuart E. Bloch, Esq.  
Bloch, Minerley & Fein, P.L.  
980 N. Federal Highway, Suite 412  
Boca Raton, FL 33432

Article VII. Corporate Existence

These Articles of Incorporation shall become effective and the corporate existence will begin on December 2, 2003.

The undersigned incorporator executed these Articles of Incorporation on December 2, 2003.



STUART E. BLOCH

Stuart E. Bloch, Esq., Florida Bar No. 886459  
Bloch, Minerley & Fein, P.L.  
980 N. Federal Highway, Suite 412  
Boca Raton, FL 33432  
(561) 362-6699

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**CERTIFICATION OF DESIGNATION  
REGISTERED AGENT/OFFICE**

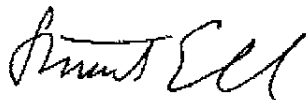
**CORPORATION**

**MARDAV MANAGEMENT CO., INC.**

**REGISTERED AGENT/OFFICE**

Stuart E. Bloch, Esq.  
Bloch, Minerley & Fein, P.L.  
980 N. Federal Highway, Suite 412  
Boca Raton, FL 33432

I agree to act as registered agent to accept service of process for the corporation named above at the place designated in this Certificate. I agree to comply with the provisions of all statutes relating to the proper and complete performance of the registered agent duties. I am familiar with and accept the obligations of the registered agent position.



STUART E. BLOCH

Date: December 2, 2003

Stuart E. Bloch, Esq. Florida Bar No. 886459  
Bloch, Minerley & Fein, P.L.  
980 N. Federal Highway, Suite 412  
Boca Raton, FL 33432  
(561) 362-6699

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