

**Electronic Articles of Incorporation
For**

**P03000146398
FILED
December 04, 2003
Sec. Of State**

FIRST EMPIRE HOLDINGS, INC.

The undersigned incorporator, for the purpose of forming a Florida profit corporation, hereby adopts the following Articles of Incorporation:

Article I

The name of the corporation is:

FIRST EMPIRE HOLDINGS, INC.

Article II

The principal place of business address:

3825 HENDERSON BLVD.
TAMPA, FL. US 33629

The mailing address of the corporation is:

3825 HENDERSON BLVD.
TAMPA, FL. US 33629

Article III

The purpose for which this corporation is organized is:

ANY AND ALL LAWFUL BUSINESS.

Article IV

The number of shares the corporation is authorized to issue is:

1,000,000

Article V

The name and Florida street address of the registered agent is:

SAM I REIBER
3821 HENDERSON BOULEVARD
TAMPA, FL. 33629

I certify that I am familiar with and accept the responsibilities of registered agent.

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Registered Agent Signature: SAM I. REIBER

Article VI

The name and address of the incorporator is:

SAM I. REIBER, ESQ.
3821 HENDERSON BOULEVARD
TAMPA, FL 33629-5013

Incorporator Signature: SAM I. REIBER

Article VII

The initial officer(s) and/or director(s) of the corporation is/are:

Title: P
DAVID C JACOBSON
3825 HENDERSON BOULEVARD
TAMPA, FL. 33629 US

Article VIII

The effective date for this corporation shall be:

12/04/2003