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

From:
Account Name : YOUR CAPITAL CONNECTION, INC.
Account Number : 120000000257
Phone : (850)224-8870
Fax Number : (850)224-7047

FLORIDA PROFIT CORPORATION OR P.A.

FEDERAL AUCTIONEERS, INC.

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TALLAHASSEE, FLORIDA

5/1/29

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ARTICLES OF INCORPORATION

OF

FEDERAL AUCTIONEERS, INC.

The undersigned incorporator(s), for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopt(s) the following Articles of Incorporation.

ARTICLE I : NAME

The name of the corporation shall be

FEDERAL AUCTIONEERS, INC.

ARTICLE II : PRINCIPAL OFFICE

The principal place of business and mailing address of this corporation shall be

1835 E. Hallandale Beach Blvd.
Suite 117
Hallandale Beach, FL 33009

ARTICLE III : CAPITAL STOCK

The number of shares of stock that this corporation is authorized to have outstanding at any one time is one thousand (1,000) shares having \$1.00 par value.

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ARTICLE IV : INITIAL REGISTERED AGENT AND ADDRESS

The name and address of the initial registered agent is

Eddie Nurieli
1835 E. Hallandale Beach Blvd.
Suite 117
Hallandale Beach, FL 33009

ARTICLE V : INCORPORATOR

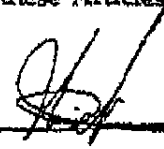
The name and street address of the incorporator of these Articles of Incorporation is

Eddie Nurieli, Esq.
1835 E. Hallandale Beach Blvd.
Suite 117
Hallandale Beach, FL 33009

ARTICLE VI : OFFICERS

The name and address of the officers and directors of the corporation is Eddie Nurieli, President/Secretary, Tzipora Nurieli, Vice President, 1835 E. Hallandale Beach Blvd., Suite 117, Hallandale Beach, FL 33009.

The undersigned has executed these Articles of Incorporation this 26th day of January, 2004.



Signature/Title

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**CERTIFICATE OF DESIGNATION
REGISTERED AGENT/REGISTERED OFFICE**

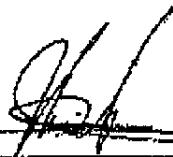
Pursuant to the provisions of section 607.0501, Florida Statutes, the undersigned corporation, organized under the laws of the State of Florida, submits the following statement in designating the registered agent, in the State of Florida.

1. The name of the corporation is:

Federal Auctioneers, Inc.

2. The name and address of the registered agent and office is:

Eddie Nurieli
1835 E. Hallandale Beach Blvd.
Suite 117
Hallandale Beach, FL 33009

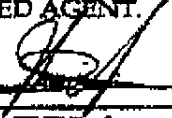


(corporate officer)

Title

Date 1/26/04

HAVING BEEN NAMED AS REGISTERED AGENT AND TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION 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 PROPER AND COMPLETE PERFORMANCE OF MY DUTIES, AND I AM FAMILIAR WITH AND ACCEPT THE OBLIGATIONS OF MY POSITION AS REGISTERED AGENT.



SIGNATURE

DATE 1/26/04

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