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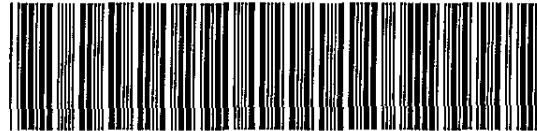
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**ARTHUR W. TIFFORD, P.A.**

ATTORNEY AT LAW

1385 NORTHWEST 15TH STREET

MIAMI, FLORIDA 33125

TELEPHONE (305) 545-7822

FAX (305) 325-1825

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STATE  
TALLAHASSEE FLORIDA

February 9, 2004

Secretary of State  
Corporate Division  
PO Box 6327  
Tallahassee, FL 32314

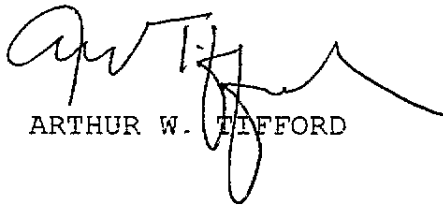
RE: TIFFORD AND TIFFORD, P.A.

Ladies and Gentlemen:

Enclosed is an original and one copy of Articles of Incorporation and Resident Agent Certificate for the above named corporation together with a check in the sum of \$78.75 representing the filing fee. After the corporation has been filed would you please forward the undersigned a certified copy of the Articles.

Thank you for your anticipated courtesy and cooperation.

Very truly yours,



ARTHUR W. TIFFORD

AWT/jm  
Enclosures

**ARTICLES OF INCORPORATION  
OF  
TIFFORD AND TIFFORD, P.A.**

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SECRETARY OF STATE  
TALLAHASSEE FLORIDA

**ARTICLE I-NAME**

The name of the Corporation is TIFFORD AND TIFFORD,  
P.A.

**ARTICLE II-DURATION**

The Corporation shall have perpetual existence  
commencing on the dates these Articles of Incorporation are  
filed with the Florida Secretary of State's Office.

**ARTICLE III-PURPOSE**

The Corporation may engage in the practice of law both  
within and outside the State of Florida in all courts of  
the State of Florida, the courts of other states and the  
states of the United States of America by licensed  
attorneys, and any activity or business permitted under the  
laws of the United States and the State of Florida.

**ARTICLE IV-CAPITAL STOCK**

The Corporation is authorized to issue one hundred  
(100) shares of One Dollar (\$1.00) par value stock, which  
shall be designated as "Common Shares".

**ARTICLE V-INITIAL CORPORATE OFFICE  
AND REGISTERED AGENT**

The street address of the initial corporate office of  
the corporation is 1385 NW 15 Street, Miami, FL 33125. The  
name and address of the initial registered agent for the  
Corporation is ARTHUR W. TIFFORD, 1385 NW 15 Street, Miami,  
FL 33125.

**ARTICLE VI-BY-LAWS**

The By-Laws of the Corporation may be adopted,  
altered, amended or repealed by either the Stockholders or  
Directors.

#### ARTICLE VII-INITIAL BOARD OF DIRECTORS

The Corporation shall have two (2) initial Directors. The number of Directors may be increased or diminished from time to time by the By-Laws, but shall never be less than one(1).

The name and address of the Directors of this Corporation are:

NAME	ADDRESS
ARTHUR W. TIFFORD	1385 NW 15 Street Miami, FL 33125
ALEXANDRA L. TIFFORD	1385 NW 15 Street Miami FL 33125

#### ARTICLE VIII-OFFICERS

The officers of the Corporation are:  
ARTHUR W. TIFFORD, President  
ALEXANDRA L. TIFFORD, Secretary

#### ARTICLE IX-INDEMNIFICATIONS

The Corporation shall idemnify any Officer or Director, or any former Officer or Director to the full extent permitted by law.

#### ARTICLE X-PREEMPTIVE RIGHTS

Every Stockholder, upon the sale for cash of any new stock of the Corporation of the same kind, class or series as that which he already holds, shall have the right to purchase his pro-rata share thereof (as nearly as may be done without issuance of fractional shares) as the price at which it is offered to them.

#### ARTICLE XI-INCORPORATION

The name and address of the person signing these Articles of Incorporation is: ARTHUR W. TIFFORD, 1385 NW 15 Street, Miami FL 33125.

ARTICLE XII-AMENDMENT

The Corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, in accordance with the provisions of the Florida General Corporation Act.

IN WITNESS WHEREOF, the undersigned has executed these Articles of Incorporation this 9th day of February 2004.

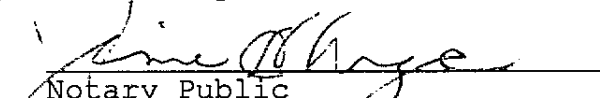
  
ARTHUR W. TIFFORD  
Incorporator

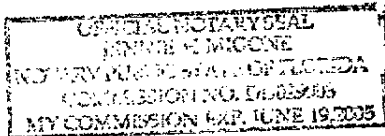
STATE OF FLORIDA                    )  
  ) ss:  
COUNTY OF MIAMI-DADE            )

Before me, a Notary Public in the State and County set forth above, personally appeared ARTHUR W. TIFFORD, known to me and known by me to be the person, who as Incorporator, executed the foregoing Articles of Incorporation of TIFFORD AND TIFFORD, P.A., and he acknowledged before me that he executed those Articles of Incorporation.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal, in the State and County aforesaid, this 9th day of February 2004.

My commission expires:

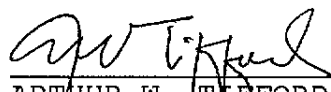
  
Notary Public  
State of Florida at Large



**ACCEPTANCE BY REGISTERED AGENT**

Having been named to accept service of process for TIFORD AND TIFFORD, P.A., at the place designated in Article V of these Articles of Incorporation, the undersigned hereby agrees to act in this capacity, and further agrees to comply with the provisions of all statutes relative to the proper and complete discharge of its duties.

Dated this 9th day of February 2004.

  
\_\_\_\_\_  
ARTHUR W. TIFFORD  
Registered Agent

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CLERK OF STATE