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CALIFORNIA, FLORIDA

LAW OFFICES  
JOSHUA S. GALITZER  
PROFESSIONAL ASSOCIATION  
17101 N. E. 8TH AVENUE  
NORTH MIAMI BEACH, FLORIDA 33162  
TELEPHONE: (305) 653-3535  
TELEFAX: (305) 653-9752

JOSHUA S. GALITZER  
ADMITTED TO PRACTICE  
IN FLORIDA AND NEW YORK

February 12, 2004

Department of State  
Division of Corporations  
Corporate Filings  
P.O. Box 6327  
Tallahassee, Florida 32314

RE: Articles of Incorporation  
ETZ INVESTMENTS, INC.

Gentlemen:

We are enclosing for filing an original and a copy of the Articles of Incorporation for the above-named corporation.

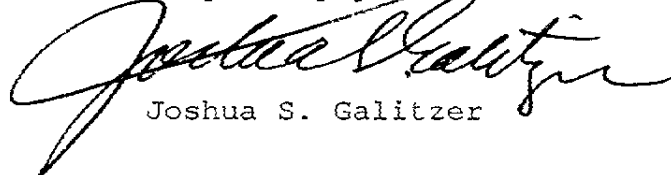
If everything is in order, please cause the original of the Articles of Incorporation to be duly filed and please furnish me with a receipted copy thereof.

Also enclosed is our check in the amount of \$70.00 to cover the following costs:

Filing Fee	\$ 35.00
Registered Agent Fee	35.00
Total	\$ 70.00

Thank you for your cooperation.

Very truly yours,

  
Joshua S. Galitzer

JSG/lld  
Encs.

ARTICLES OF INCORPORATION  
OF  
ETZ INVESTMENTS, INC.

The undersigned, a natural person competent to contract, for the purpose for forming a corporation under the Florida Business Corporation Act hereby adopts the following Articles of Incorporation:

ARTICLE I - NAME

The name of the corporation is:

ETZ INVESTMENTS, INC.

ARTICLE II - DURATION

The term of existence of the corporation is perpetual.

ARTICLE III - PURPOSE

The corporation shall be engaged in any lawful business for which corporations may be incorporated under the Florida Business Corporation Act.

ARTICLE IV - CAPITAL STOCK

The aggregate number of shares which the corporation has authority to issue is 7,500, all of which shall be common shares with par value of \$1.00 per share. There shall be no cumulative voting.

ARTICLE V - PREEMPTIVE RIGHTS GRANTED

Each shareholder of any class of stock of this corporation shall be entitled to full preemptive rights to purchase any unissued or treasury shares of the corporation and any securities

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

of the corporation convertible into or carrying a right to subscribe to or acquire shares of any such unissued or treasury shares.

ARTICLE VI - REGISTERED OFFICE

The street address of the initial registered office of the corporation is:

c/o Joshua S. Galitzer  
17101 N.E. 6th Avenue  
North Miami Beach, Florida 33162

and the name of the initial registered agent at such address is:

JOSHUA S. GALITZER.

ARTICLE VII - PRINCIPAL OFFICE

The initial street address of the principal office of the corporation in the State of Florida is:

c/o JOSHUA S. GALITZER  
17101 N.E. 6TH AVENUE  
North Miami Beach, Florida 33162

The Board of Directors may, from time to time, move the principal office to any other address.

ARTICLE VIII - DIRECTORS

8.01 The corporation shall have three (3) directors initially. The number of directors may be increased or diminished from time to time by bylaws adopted by the stockholders, but shall never be less than one (1).

8.02 The name and address of the members of the first Board of Directors are:

Morton Lifshutz  
17240 N.E. 12th Avenue  
North Miami Beach, FL 33162

Yvonne Lifshutz  
17240 N.E. 12th Avenue  
North Miami Beach, FL 33162

Elchanan Lifshutz  
17240 N.E. 12th Avenue  
North Miami Beach, FL 33162

The above directors of the corporation shall serve until their successors are elected and qualified to serve, pursuant to the corporation's bylaws.

ARTICLE IX - AMENDMENTS

This corporation reserves the right to amend or repeal any provision contained in these Articles of Incorporation, or any amendment hereto, and any right conferred upon the shareholder is subject to this reservation.

ARTICLE X - INCORPORATOR

The name and address of the incorporator is:

<u>NAME</u>	<u>ADDRESS</u>
Morton Lifshutz	17240 N.E. 12th Avenue North Miami Beach, FL 33162


IN WITNESS WHEREOF, the undersigned has set his signature and seal as a subscriber of ETZ INVESTMENTS, INC. and has acknowledged and filed in the office of the Department of the State of Florida these Articles of Incorporation, this 12 day of February, 2004.

  
MORTON LIFSHUTZ

STATE OF FLORIDA           )  
COUNTY OF MIAMI-DADE   )SS

I hereby certify that on this day, before me, an officer duly authorized to administer oaths and take acknowledgments, personally appeared MORTON LIFSHUTZ, known to me to be the person described in and who executed the foregoing Articles of Incorporation, who acknowledged before me that he executed the same, that I relied upon the following forms of identification of the above-named person: \_\_\_\_\_ and that an oath was/was not taken.

Witness my hand and official seal in the county and state last aforesaid this 12 day of February, 2004.

  
Notary Signature

JOSHUA S. GALITZER

Printed Notary Name

Notary Public, State of Florida

My Commission Expires:



Joshua S. Galitzer  
MY COMMISSION # DD231095 EXPIRES  
July 12, 2007  
BONDED THRU TROY FAIR INSURANCE, INC.

CERTIFICATE OF REGISTERED AGENT

OF

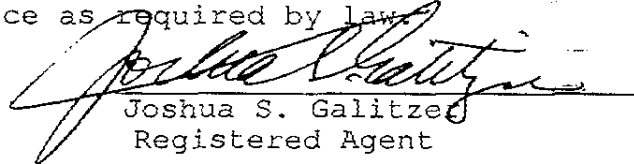
ETZ INVESTMENTS. INC

Pursuant to Chapter 48.091, Florida Statutes, the following is submitted in compliance with said Act:

ETZ INVESTMENTS, INC., a corporation organizing under the laws of the State of Florida with its principal office as indicated in the Articles of Incorporation at the City of North Miami Beach, Dade County, has named JOSHUA S. GALITZER, located at 17101 N.E. 6th Avenue, City of North Miami Beach, Dade County, State of Florida, as its registered agent to accept service of process within this State.

ACCEPTANCE

I agree as Registered Agent to accept service of process; to keep office open during prescribed hours, to post my name in some conspicuous place in office as required by law.

  
Joshua S. Galitzer  
Registered Agent

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