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Florida Department of State  
Division of Corporations  
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From:

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**FLORIDA PROFIT CORPORATION OR P.A.**

**bernie charles, inc.**

Certificate of Status	0
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TALLAHASSEE, FLORIDA

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ARTICLES OF INCORPORATION

OF

BERNIE CHARLES, INC.

The undersigned subscriber to these Articles of Incorporation, a natural person, competent to contract, hereby forms a corporation under the laws of the State of Florida.

ARTICLE I

The name of the corporation is:

BERNIE CHARLES, INC.

ARTICLE II

POWER AND PURPOSES - This corporation is organized for the purpose of transacting any business lawful under the laws of the State of Florida.

ARTICLE III

CAPITALIZATION - The maximum number of shares that this corporation is authorized to have outstanding at any time is one thousand (1,000) shares of common stock, having a par value of (\$1.00) one dollar per share.

ARTICLE IV

INITIAL CAPITAL - The amount of capital which this corporation will begin with is (\$1,000.00) one thousand DOLLARS.

Michael Heidt  
Florida Bar No. 435414  
4000 Hollywood Blvd., Suite 735 South  
Hollywood, FL 33021-6755  
954-966-2501

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#### ARTICLE V

COMMENCEMENT AND DURATION - This corporation is to commence existence on the date of the issuance of its charter by the Secretary of State of Florida and shall exist perpetually.

#### ARTICLE VI

PRINCIPAL PLACE OF BUSINESS - The corporation shall have its principal place of business and mailing address at: 9999 Collins Avenue, Apt. 5C, Bal Harbor, Florida 33154.

The board of directors may, from time to time, move the principal office to any other address in the State of Florida and establish branch offices in any place within the State of Florida as the corporation may desire.

#### ARTICLE VII

DIRECTORS - This corporation shall have two (2) directors initially; the number of directors may be increased or decreased from time to time by the By-Laws adopted by the stockholders, but shall never be less than one (1).

#### ARTICLE VIII

OFFICERS AND DIRECTORS - The names and addresses of the officers and first Board of Directors of the corporation are as follows:

Louis Marzetti - President/Director - 9999 Collins Avenue, Apt. 5C, Bal Harbor, Florida 33154.

Maria Clancy - Secretary/Director - 9999 Collins Avenue, Apt. 5C, Bal Harbor, Florida 33154.

Michael Heidt  
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4000 Hollywood Blvd., Suite 735 South  
Hollywood, FL 33021-6755  
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The following constitutes the subscriber to these Articles of Incorporation:

Maria Clancy - 9999 Collins Avenue, Apt. 5C, Bal Harbor, Florida 33154.

#### ARTICLE IX

AMENDMENT - These Articles of Incorporation may be amended in the manner provided by law. Every amendment shall be approved by the Board of Directors, proposed by them to the stockholders and approved at a stockholders' meeting by a majority of the stockholders entitled to vote thereon.

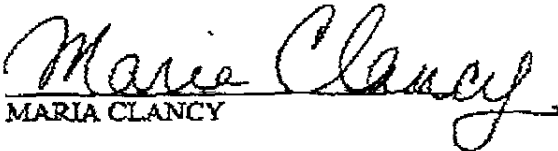
#### ARTICLE X

REGISTERED AGENT - The name and address of the Registered Agent for this corporation is as follows:

Maria Clancy - 9999 Collins Avenue, Apt. 5C, Bal Harbor, Florida 33154.

The Registered Agent shall act as its agent to accept service of process within the State of Florida at the address indicated in this Article.

IN WITNESS WHEREOF, the undersigned subscriber has made and subscribed these articles of incorporation at Hollywood, Florida, on this 16<sup>th</sup> day of March, 2004.

  
MARIA CLANCY

(In accordance with Florida Statutes, the execution of this document constitutes an affirmation under the penalties of perjury that the facts stated herein are true.)

Michael Heidt  
Florida Bar No. 435414  
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Hollywood, FL 33021-6755  
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11/11/04

**DESIGNATION AND ACCEPTANCE OF REGISTERED AGENT**

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

The name of the corporation is Bernie Charles, Inc. The name of the Registered Agent is Maria Clancy. The address of the Registered Agent/Registered Office is 9999 Collins Avenue, Apt. 5C, Bal Harbor, Florida 33154.

**ACCEPTANCE**

Having been named as Registered Agent and designated to accept service of process for the above corporation, 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 the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as Registered Agent.

*Maria Clancy*  
 MARIA CLANCY  
 Date: 3/16/04

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