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SERBER ASSOC

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Division of Corporations

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Florida Department of State
Division of Corporations
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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387

FLORIDA PROFIT CORPORATION OR P.A.

^{Inc.}
APPLEBY FINANCE CORP.

Certificate of Status	1
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Page Count	03
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FLORIDA DEPARTMENT OF STATE

Glenda E. Hood
Secretary of State

April 26, 2004

SERBER & ASSOCIATES, P.A.

SUBJECT: APPLEBY FINANCE CORP.
REF: W04000015938

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FAX Aud. #: H04000087900
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION OF

APPLEBY FINANCIAL CORP.

ARTICLE I.

CORPORATE NAME

The name of this corporation shall be:

APPLEBY FINANCIAL CORP.

ARTICLE II.

NATURE OF CORPORATE BUSINESS

The Corporation may engage in any activity or business permitted under the laws of the United States and the State of Florida.

ARTICLE III.

CAPITAL STOCK

This Corporation is authorized to issue a maximum of One Thousand (1,000) shares of common stock having a par value of One Dollars (\$1.00) per share. The consideration to be paid for each share of stock shall be fixed by the Board of Directors.

ARTICLE IV.

INITIAL REGISTERED AGENT AND INITIAL REGISTERED OFFICE

The Corporation's initial Registered Agent and Registered Office in the State of Florida shall be:

Daniel J. Serber, Esq.
Serber & Associates, P.A.
Turnberry Plaza, Suite 801
2875 N.E. 191st Street
Aventura, Florida 33180

ARTICLE V.

MAILING ADDRESS OF CORPORATION

The Corporation's mailing address shall be:

712 5TH Avenue, 8th Floor
Manhattan, New York 10019

ARTICLE VI.

BOARD OF DIRECTORS

The number of Directors may be altered from time to time by By-Laws adopted by the Stockholders. However, the Corporation shall have no less than one (1) Director at any time.

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ARTICLE VII.

INITIAL DIRECTOR

The name and post office address of the first Director of the Corporation is:

Name	Address
Jalme Victor Solnicki	712 5 th Avenue, 8 th Floor Manhattan, New York 10019

The first Director shall hold office until the first annual meeting of the Stockholders of the Corporation.

ARTICLE VIII.

INCORPORATOR

The name and post office address of the Incorporator executing these Articles of Incorporation is:

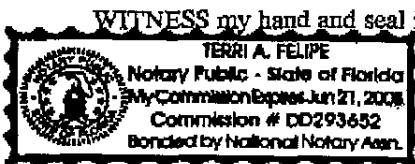
Incorporator	Address
Daniel J. Serber, Esq.	Turnberry Plaza, Suite 801 2875 N.E. 191 st Street Aventura, Florida 33180

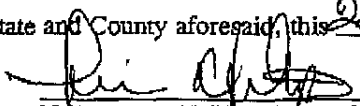
THE UNDERSIGNED Incorporator, for the purpose of forming a Corporation to do business within the State of Florida, does make and file these Articles of Incorporation, hereby declaring and certifying that the facts stated are true.


Daniel J. Serber, Esq.

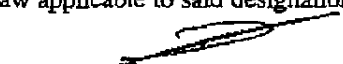
STATE OF FLORIDA :
: SS
COUNTY OF MIAMI-DADE :

BEFORE ME, the undersigned authority, appeared, DANIEL J. SERBER, ESQ. who is personally known to me or who has produced _____ as identification, and acknowledged that she executed said Articles of Incorporation, and who did take an oath.




NOTARY PUBLIC, State of Florida
Print Name: Terri A. Felipe
My Commission Expires:

The undersigned hereby accepts the foregoing designation as initial Registered Agent and agrees to comply with the provisions of law applicable to said designation.


Daniel J. Serber, Esq., Registered Agent

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