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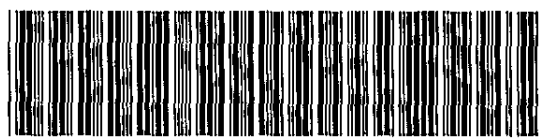
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CORPORATION SERVICE COMPANY

ACCOUNT NO. : 072100000032

REFERENCE : 795019 9540A

AUTHORIZATION : *Patricia Pizuto*

COST LIMIT : \$ 70.00

ORDER DATE : July 8, 2004

ORDER TIME : 10:01 AM

ORDER NO. : 795019-005

CUSTOMER NO: 9540A

CUSTOMER: Barry Billington, Esq  
Johnston Thomas & Billington

Suite 301, Bank Of America  
Building 2335 East Atlantic  
Pompano Beach, FL 33062

DOMESTIC FILING

NAME: SOUTH BEACH MODELING COMPANY

XX ARTICLES OF INCORPORATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX PLAIN STAMPED COPY

CONTACT PERSON: Heather Chapman - EXT. 2908

EXAMINER'S INITIALS: \_\_\_\_\_

ARTICLES OF INCORPORATION  
OF  
SOUTH BEACH MODELING COMPANY

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The undersigned incorporators hereby form a corporation under Chapter 607 of the laws of the State of Florida.

ARTICLE I. NAME

The name of the corporation shall be: SOUTH BEACH MODELING COMPANY.  
The address of the principal office of this corporation shall be: 717 S.W. 4<sup>th</sup> Avenue, Ft. Lauderdale, Florida 33315, and the mailing address of the corporation shall be the same.

ARTICLE II. NATURE OF BUSINESS

This corporation may engage or transact in any or all lawful activities or business permitted under the laws of the United States, the State of Florida, or any other state, country, territory or nation.

ARTICLE III. CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is 100 shares of common stock at no par value.

ARTICLE IV. REGISTERED AGENT

The street address of the initial registered office of the corporation shall be 717 S.W. 4<sup>th</sup> Avenue, Ft. Lauderdale, Florida 33315 and the name of the initial registered agent of the corporation at that address is DOYLE M. SMITH.

ARTICLE V. TERM OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE VI. SPECIAL PROVISION

It is the intent of the incorporator that the corporation will qualify under Section 1244 of the Internal Revenue Code.

ARTICLE VII. OFFICERS

The name and address of the initial officers of the corporation who shall hold office for the first year of the corporation, or until a successor is elected or appointed is:

DOYLE M. SMITH	717 S.W. 4 <sup>th</sup> Avenue
President	Ft. Lauderdale, FL 33315

ARTICLE VIII. PREEMPTIVE RIGHTS

The corporation elects to have preemptive rights.

ARTICLE IX. INCORPORATORS

The name and street addresses of the incorporators to these Articles of Incorporation:

DOYLE M. SMITH  
717 S.W. 4<sup>th</sup> Avenue  
Ft. Lauderdale, FL 33315

ARTICLE X. DIRECTORS

All corporate powers shall be exercised by or under the authority of, and the business and affairs of the corporation managed under the direction of its Board of Directors, subject to any limitation set forth in these Articles of Incorporation. This corporation shall have one Director initially. The name and street address of the initial member of the Board of Directors is as follows:

DOYLE M. SMITH  
717 S.W. 4<sup>th</sup> Avenue  
Ft. Lauderdale, FL 33315

IN WITNESS WHEREOF, the undersigned agent has hereunto set his seal on

25 May 04, 2004.

Doyle M. Smith  
DOYLE M. SMITH

ACCEPTANCE OF REGISTERED AGENT DESIGNATED  
IN THE ARTICLES OF INCORPORATION

DOYLE M. SMITH, having been designated as the Registered Agent in the above and foregoing Articles, is familiar with and accepts the obligations of the position of Registered Agent under Section 607.0505, Florida Statutes.

Doyle M. Smith  
DOYLE M. SMITH