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**Florida Department of State
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TALLAHASSEE, FLORIDA

FLORIDA PROFIT CORPORATION OR P.A.

CORPORATE & PERSONAL BUSINESS MANAGEMENT, INC.

Certificate of Status	0
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Florida NO. 632pt P. 2state



FLORIDA DEPARTMENT OF STATE

Glenda E. Hood
Secretary of State

September 24, 2004

KLUGER, PERETZ, KAPLAN & BERLIN

SUBJECT: CORPORATION MANAGEMENT SERVICES, INC.
REF: W04000035392

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**ARTICLES OF INCORPORATION
OF****CORPORATE & PERSONAL BUSINESS MANAGEMENT, INC.**

The undersigned, acting as Incorporator under the provisions of Chapter 607 of the Florida Business Corporation Act, hereby adopts the following Articles of Incorporation.

**ARTICLE I
NAME**

The name of the Corporation is Corporate & Personal Business Management, Inc., (hereinafter referred to as the "Corporation").

**ARTICLE II
PRINCIPAL OFFICE AND MAILING ADDRESS**

The address of the Corporation's principal office and the Corporation's mailing address are 2391 NW 96th Terrace, Suite N, Pembroke Pines, Florida 33024. The Board of Directors of the Corporation may, from time to time, change the address of the Corporation.

**ARTICLE III
DURATION AND COMMENCEMENT OF CORPORATE EXISTENCE**

The Corporation shall exist perpetually. The corporate existence shall commence upon the filing of these Articles of Incorporation with the Secretary of State.

**ARTICLE IV
NATURE OF BUSINESS**

The Corporation is organized for the purpose of transacting any and all lawful business or activity permitted under the Florida Business Corporation Act and the laws of the United States of America.

**ARTICLE V
CAPITAL STOCK**

The Corporation is authorized to have outstanding one class of stock, to be designated as Common Stock. The maximum number of shares of Common Stock that

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the Corporation is authorized to have outstanding is 10,000 shares of Common Stock of a par value of \$.01 per share. Holders of Common Stock are entitled to vote on all questions required by law on the basis of one vote per share and there shall be no cumulative voting. Holders of Common Stock shall have pre-emptive rights to subscribe to the Corporation's securities and are entitled to receive the net assets of the Corporation upon dissolution.

ARTICLE VI
INITIAL REGISTERED AGENT AND OFFICE

The name of the initial registered agent of the Corporation is Alison Lichter. The street address of the Corporation's initial registered office is 2391 NW 96th Terrace, Suite N, Pembroke Pines, Florida 33024.

ARTICLE VII
BOARD OF DIRECTORS

The Corporation shall have no less than one (1), nor more than three (3) Directors. The number of Directors may be altered from time to time in accordance with the Corporation's Bylaws. The member of the initial Board of Directors of the Corporation is:

Alison Lichter

ARTICLE VIII
INCORPORATOR

The name and address of the incorporator to these Articles of Incorporation is Alison Lichter, 2391 NW 96th Terrace, Suite N, Pembroke Pines, Florida 33024.

ARTICLE IX
INDEMNIFICATION

A director shall not be personally liable to the Corporation or the holders of shares of capital stock for monetary damages for breach of fiduciary duty as a director, except (i) for any breach of the duty of loyalty of such director to the Corporation or such holders, (ii) for acts or omissions not in good faith or which involve intentional misconduct or a knowing violation of law, (iii) under Section 607.0831 of the Florida Business Corporation Act (the "FBCA"), or (iv) for any transaction from which such director derives an improper personal benefit. If the FBCA is hereafter amended to authorize the further or broader elimination or limitation of the personal liability of directors, then the liability of a director of the Corporation shall be eliminated or limited

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to the fullest extent permitted by the FBCA, as so amended. No repeal or modification of this Article IX shall adversely affect any right of or protection afforded to a director of the Corporation existing immediately prior to such repeal or modification.

ARTICLE X
AMENDMENT

These Articles of Incorporation may be amended by resolution adopted by the majority vote of the Board of Directors or the Shareholders. All actions, including, but not limited to, amendment of Articles of Incorporation, required to be taken at any meeting may be taken by written consents as provided in the FBCA, as now amended, or as same may be amended in the future.

IN WITNESS WHEREOF, the undersigned Incorporator has executed these Articles of Incorporation this 23rd day of September 2004.


Alison Lichter, Incorporator

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**CERTIFICATE OF REGISTERED AGENT
OF
CORPORATE & PERSONAL BUSINESS MANAGEMENT, INC.**

Pursuant to Section 607.0501 of the Florida Business Corporation Act, the following is submitted in compliance with said Act:

That Corporate & Personal Business Management, Inc., desiring to organize under the laws of the State of Florida with its principal office at 2391 NW 96th Terrace, Suite N, Pembroke Pines, Florida 33024, County of Broward, State of Florida, has named Alison Lichter, as its agent to accept service of process within this State.

ACKNOWLEDGMENT

Having been named to accept service of process for the above Corporation, at the place designated in this Certificate, the undersigned hereby agrees to act in this capacity and agrees to comply with the provision of said Act relative to keeping open said office.

Dated this 23rd day of September 2004.


Alison Lichter

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