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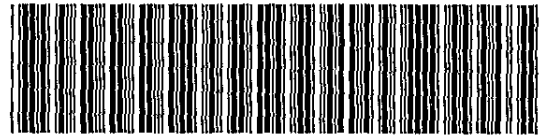
(Business Entity Name)

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2004 OCT 11 P 3:02

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

CATLIN SAXON EVANS FINK KOLSKI & ROMANEZ, P.A.

2600 DOUGLAS ROAD

SUITE 1109

CORAL GABLES, FLORIDA 33134-6143

FAX (305) 371-8011

(305) 371-9575

October 8th, 2004

Department of State
Division of Corporations
409 E. Gaines Street
Tallahassee, Florida 32399

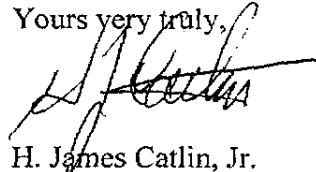
Federal Express
8448 5392 9136

Re: Berger and Associates, Inc.

Dear Sir or Madam,

Enclosed herewith please find Articles of Incorporation for Berger and Associates, Inc. together with our check in the sum of \$78.75 representing the \$70.00 filing fee and \$8.75 certified copy fee. Please file the Articles of Incorporation and return a certified copy along with your receipt to the undersigned at your early convenience.

Yours very truly,



H. James Catlin, Jr.

HJC/lcb
enclosure

cc: —William B. Berger
Marylou N. Woods

ARTICLES OF INCORPORATION
OF
BERGER & ASSOCIATES, INC.

FILED
2009 OCT 11 P 3:08
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

These articles are filed with the Secretary of State of the State of Florida for the purpose of forming a corporation under the laws of the State of Florida, by and under the provisions of the Statutes of the State of Florida providing for the formation, rights, privileges, immunities, and liabilities of corporations for profit.

ARTICLE I - NAME

The name of the corporation shall be:

Berger & Associates, Inc.

ARTICLE II - MANAGEMENT BY DIRECTORS

All corporate power which is not reserved to the shareholders by law or otherwise shall be exercised exclusively by or under the authority of the Board of Directors, and the business and affairs of this corporation shall be managed under the direction of the Board of Directors. The Board of Directors shall consist of not less than one, nor more than nine, members. A quorum for the holding of a meeting of the Board of Directors and for the transaction of any business which may be properly done by the Board of Directors on behalf of the corporation shall consist of a majority of the members thereof. The Board of Directors shall elect the following officers: a President, a Treasurer, and a Secretary, and as many Vice Presidents, Assistant Secretaries, and Assistant Treasurers as the Board of Directors, from time to time, deem advisable, and any one or more of said offices may be held by the same person. The annual meeting of the corporation shall be held on such date as is provided in the Bylaws of the corporation, which said Bylaws may be amended at any time in accordance with their provisions.

ARTICLE III - ACTION BY UNANIMOUS CONSENT

The shareholders or the Board of Directors, by unanimous consent evidenced by a writing included among the minutes of the corporation, may agree to the doing of any act, and such consent in writing as aforesaid shall have the same force and effect as though a formal meeting had been held pursuant to a call being duly made, and as though the said act had been done and authorized, at a meeting at which a quorum had been present.

ARTICLE IV - INITIAL BOARD OF DIRECTORS

Until the shareholders elect directors and same have been duly qualified, the business of the corporation shall be managed by an initial Board of Directors consisting of:

*William B. Berger
4801 S. University Drive, Suite 2080
Davie, Florida 33328*

*Marylou Nichols Woods
4801 S. University Drive, Suite 2080
Davie, Florida 33328*

ARTICLE V - INITIAL OFFICERS

Until the Board of Directors elect officers and same have been duly qualified, the business of the corporation shall be conducted by the following officers:

President/Treasurer

*William B. Berger
4801 S. University Dr. Suite 2080
Davie, Florida 33328*

Vice President/Secretary

*Marylou Nichols Woods
4801 S. University Dr. Suite 2080
Davie, Florida 33328*

ARTICLE VI - DURATION

The existence of this corporation shall be perpetual.

ARTICLE VII - PURPOSE

This corporation is organized for the purpose of transacting any and all lawful business, including but not limited to any and all lawful business for which corporations may be incorporated under the laws of Florida.

ARTICLE VIII - CAPITAL STOCK

The maximum number of shares of stock which this corporation is authorized to have outstanding at any time shall be 600 shares, each of the par value of One Dollar (\$1.00) all to be issued, fully paid, and exempt from assessment.

The capital stock of the corporation may be paid for in property, labor, or services at a just valuation to be fixed by the Board of Directors at a meeting called for such purpose, or at the organizational meeting. Property, labor, or services may also be purchased or paid for with the capital stock at a just valuation of said property, labor, or services to be fixed by the Board of Directors of the corporation. Stock in other corporations or going businesses may be purchased by the corporation in consideration for the issuance of capital stock of the corporation, the said purchase shall be on such basis and terms and for such consideration as the Board of Directors shall determine.

ARTICLE IX -- PRE-EMPTIVE RIGHTS

Every shareholder, upon the sale for cash of any new stock of this corporation of the same kind, class, or series as that which he already holds, shall have the right to purchase his prorata share (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

ARTICLE X – PRINCIPAL PLACE OF BUSINESS

The principal place of business of this corporation shall be located at 4801 S. University Drive, Suite 2080, Davie, Florida 33328. This corporation shall have full power and authority, nevertheless, to transact corporate business and to establish corporate offices and corporate agencies at such other places within and without the State of Florida, and in foreign countries, as its directors may from time to time authorize.

ARTICLE XI - CORPORATE POWERS

This corporation shall have all of the corporate powers enumerated in the Florida General Corporation Act and such other power as it may possess as a matter of law, all without limitation.

ARTICLE XII - - INDEMNIFICATION

This corporation shall indemnify any officer, director, agent, or employee and any former officer, director, agent, or employee, to the full extent permitted by law, including but not limited to indemnification for counsel fees.

ARTICLE XIII INITIAL REGISTERED AGENT AND OFFICE

The initial registered agent and the street address of the initial registered office of this corporation are:

*H. James Catlin, Jr.
1109 Douglas Centre Building
2600 Douglas Road
Coral Gables, Florida 33134*

ARTICLE XIV - - AMENDMENT

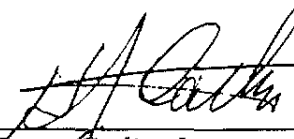
This corporation reserves the right to amend or repeal any provisions contained in these articles of incorporation, or any amendment to them, and any right conferred upon the shareholders is subject to this reservation.

ARTICLE XV INCORPORATOR

The name and address of the person signing these articles of incorporation are:

H. James Catlin, Jr.
1109 Douglas Centre Building
2600 Douglas Road
Coral Gables, Florida 33134

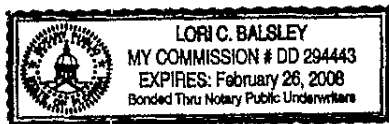
IN WITNESS WHEREOF, I have hereunto set my hand and seal this 8th day of
October 2004.

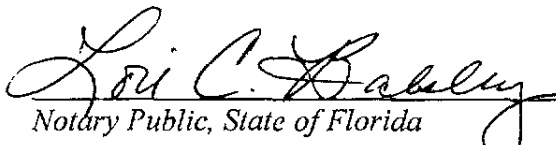


H. James Catlin, Jr.

STATE OF FLORIDA
COUNTY OF MIAMI-DADE

The foregoing Articles of Incorporation were acknowledged before me this 8th day
of October 2004 by H. James Catlin, Jr. He is personally known to me and did not take
an oath.

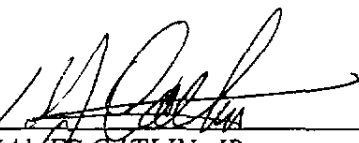




Notary Public, State of Florida

REGISTERED AGENT'S ACCEPTANCE

Having been named to accept service of process for the above-stated corporation,
at the place designated in Paragraph XIII of the foregoing Articles of Incorporation, I
hereby agree to act in this capacity and agree to comply with the provisions of the
Florida Statute relative to keeping open said office.



H. JAMES CATLIN, JR.,
Registered Agent

FILED
2004 OCT 11 P 3:02
SECRETARY OF STATE
TALLAHASSEE FLORIDA