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TALLAHASSEE, FLORIDA

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FLORIDA PROFIT CORPORATION OR P.A.

glass capital management, inc.

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ARTICLES OF INCORPORATION

The undersigned Incorporator, for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopts the following Articles of Incorporation.

ARTICLE I: The name of this corporation is:

GLASS CAPITAL MANAGEMENT, INC.

ARTICLE II: The principal office and mailing address of the corporation shall be:

3811 Segovia Street
Coral Gables, Florida 33134

ARTICLE III: The corporation is organized for the purpose of transacting any and all lawful business for which corporations may be formed under Chapter 607 of the Florida Statutes.

ARTICLE IV: The corporation is authorized to issue One Hundred shares of common stock, par value \$1.00 per share.

ARTICLE V: The name of the initial registered agent, and the street address of the initial registered office, of the corporation are:

Thomas J. Palmieri, Esq.
340 Minorca Avenue, Suite One
Coral Gables, Florida 33134

ARTICLE VI: The number of directors may be increased or decreased from time to time as provided in the by-laws of the corporation. The name and address of the initial directors of the corporation are:

Carl R. Zwerner
626 Coral Way, Unit 1101-B
Coral Gables, Florida 33134

Michael Jack Zwerner
3811 Segovia Street
Coral Gables, Florida 33134

ARTICLE VII: The name and address of the Incorporator of the corporation is:

Michael Jack Zwerner
3811 Segovia Street
Coral Gables, Florida 33134

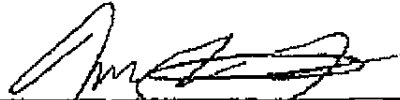
ARTICLE VIII: The corporation shall indemnify its officers, directors, employees and agents to the fullest extent permitted by law.

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IN WITNESS WHEREOF, the undersigned has executed these Articles of Incorporation this 15th day of November, 2004.


Michael Jack Zwerner,
Incorporator

STATE OF FLORIDA)
COUNTY OF Miami-Dade)


Before me, notary public authorized to take acknowledgements in the State and County seat above, personally appeared Michael Jack Zwerner, personally known to me or who produced a Florida driver's license as identification, and who executed the foregoing instrument for the purposes therein expressed.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal, in the State and County aforesaid, this 15th day of November, 2004.

My commission expires:

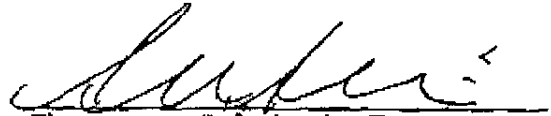


Thomas J Palmieri
MY COMMISSION # 00089643 EXPIRES
March 10, 2006
BONDED THROUGH FARM INSURANCE, INC.


Notary Public
State of Florida

ACCEPTANCE OF APPOINTMENT OF REGISTERED AGENT

The undersigned hereby accepts the appointment as registered agent contained in the foregoing Articles of Incorporation.


Thomas J. Palmieri, Esq.

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