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Florida Department of State  
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**FLORIDA PROFIT CORPORATION OR P.A.**

**suisse finance (america) research inc.**

Certificate of Status	0
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## FLORIDA DEPARTMENT OF STATE

Glenda E. Hood  
Secretary of State

November 15, 2004

EMPIRE CORPORATE KIT COMPANY

SUBJECT: SUISSE FINANCE AMERICA RESEARCH INC.  
REF: W04000041672

We received your electronically transmitted document. However, the document has not been filed. Please make the following corrections and refax the complete document, including the electronic filing cover sheet.

Section 607.0802 or 617.0802, Florida Statutes, requires directors to be natural persons 18 years old or older.

An effective date may be added to the Articles of Incorporation if a 2005 date is needed, otherwise the date of receipt will be the file date. A separate article must be added to the Articles of Incorporation for the effective date.

If you have any further questions concerning your document, please call (850) 245-6962.

Valerie Ingram  
Document Specialist  
New Filings SectionFAX Aud. #: H04000226363  
Letter Number: 304A00064824

Division of Corporations - P.O. BOX 6327 Tallahassee, Florida 32314

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ARTICLES OF INCORPORATION  
OF  
SUISSE FINANCE (AMERICA) RESEARCH INC.

The undersigned hereby agree(s) to organize a corporation under the laws of the State of  
Florida, with the following Articles of Incorporation.

ARTICLE I  
NAME

The corporate name shall be:

SUISSE FINANCE (AMERICA) RESEARCH INC.

ARTICLE II  
EXISTENCE

The corporation shall have perpetual existence.

ARTICLE III  
PURPOSE

The corporate purpose is to conduct all lawful business and it shall possess all powers now  
and hereafter conferred by the laws of the State of Florida and the United States upon corporations.

ARTICLE IV  
AUTHORIZED CAPITAL STOCK

The amount of capital stock authorized is five thousand (5,000) shares with no par value.

THIS DOCUMENT WAS PREPARED BY:  
STRATTON & FEINSTEIN, P.A.  
DOUGLAS D. STRATTON, ESQ.  
Florida Bar No. 240966  
407 Lincoln Road, Suite 2A  
Miami Beach, Florida 33139  
(305) 672-7772

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TALLAHASSEE, FLORIDA

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ARTICLE V  
PRINCIPAL OFFICE

The post office address of the principal office of the corporation is: 407 Lincoln Road, Suite 2A, Miami Beach, Florida 33139 or at any other location that the Board of Directors chooses to designate.

ARTICLE VI  
INITIAL REGISTERED AGENT

The initial Registered Agent of the corporation is:

DOUGLAS D. STRATTON, ESQ., and the street address of the registered office is:  
407 Lincoln Road, Suite 2A, Miami Beach, Florida, 33139.

ARTICLE VII  
INITIAL BOARD OF DIRECTORS

The business of the corporation shall be managed by a Board of Directors consisting of not fewer than one (1) person, the exact number to be determined from time to time in accordance with the by-laws. The name(s) and address(es) of the first Board of Directors who shall serve until the first annual meeting of the shareholders or until their successors are elected and qualified shall be:

NAMES

ADDRESSES

Joseph Messina

444 Madison Avenue, No. 2904  
New York City, NY 10022

Richard A. Iamunno

1010 Grand Court  
Highland Beach, FL 33487

ARTICLE VIII  
POWERS OF DIRECTOR(S)

The Director(s) shall exercise all powers conferred by law.

ARTICLE IX  
INDEMNIFICATION

The corporation shall indemnify any and all of its directors or officers against losses and expenses actually and necessarily incurred by them in connection with the defense of any suit which they are parties to by reason of their acts while in their corporate capacity.

ARTICLE X  
AMENDMENTS

The corporation reserves the right to amend, alter, change or repeal any or all provisions of the Articles of Incorporation in the manner now or hereafter prescribed by Florida Statutes.

ARTICLE XI  
INCORPORATOR

The name(s) and address(es) of the Incorporator(s) of the corporation is/are as follows:

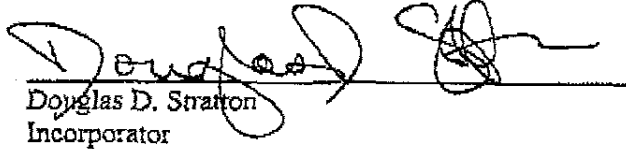
NAMES

ADDRESSES

Douglas D. Stratton

407 Lincoln Road, Suite 2A  
Miami Beach, FL 33139

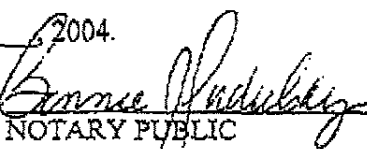
IN WITNESS WHEREOF, the undersigned, being the original Incorporator of the corporation, has executed these Articles of Incorporation this 12 day of November, 2004.

  
Douglas D. Stratton  
Incorporator

STATE OF FLORIDA)  
                                  )ss:  
COUNTY OF MIAMI-DADE )

BEFORE ME, the undersigned authority, personally appeared Douglas D. Stratton, to me well known and known to me to be the person described in and who executed the foregoing Articles of Incorporation, and he acknowledged before me that he executed the same for the purposes therein expressed.

WITNESS my hand and official seal in the County and State aforementioned this 12  
day of November, 2004.

  
NOTARY PUBLIC  
State of Florida

Bonnie J. Padulsky  
Print, type of stamp Commissioned  
Name of Notary Public

Personally known 1 or produced Identification \_\_\_\_\_ Type of Identification Produced \_\_\_\_\_

My Commission Expires:



Bonnie J. Padulsky  
My Commission 00235716  
Expires November 13, 2007


**ACKNOWLEDGMENT**

Having been named to accept service of process for the above stated corporation, at the place designated in these Articles of Incorporation, I hereby accept to act in this capacity, and

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agree to comply with the provisions in Chapter 48.091, Florida Statutes, relative to keeping open  
said office.

  
DOUGLAS D. STRATTON, ESQ.  
REGISTERED AGENT  
Florida Bar NO. 953120

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