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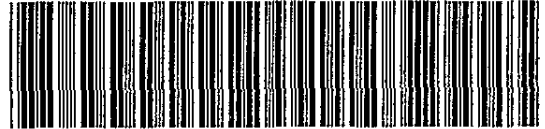
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**LEFKOWITZ, BLOOM & SHAW, P.A.**

ATTORNEYS AND COUNSELORS AT LAW

IVAN M. LEFKOWITZ\*  
GWEN D. BLOOM +  
THOMAS C. SHAW

430 NORTH MILLS AVENUE  
ORLANDO, FLORIDA 32803

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\* BOARD CERTIFIED IN TAXATION AND  
MASTER OF LAWS IN ESTATE PLANNING  
+ ALSO ADMITTED IN MASSACHUSETTS

January 3, 2005

Attn: Corporations Division  
Secretary of State  
Bureau of Corporate Records  
Post Office Box 6327  
Tallahassee, Florida 32314

Re: Chepenik Financial Services, Inc.  
Effective Date: January 1, 2005

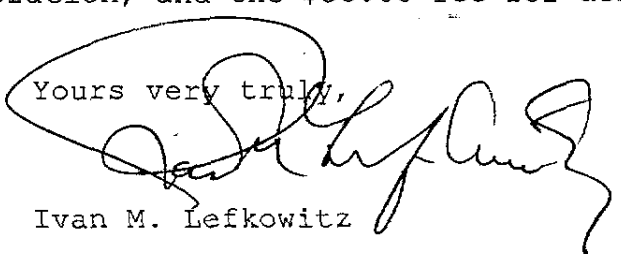
Dear Sir or Madam:

Enclosed are the original and a duplicate copy of the Articles of Incorporation of the above proposed corporation. The duplicate copy has been subscribed and acknowledged by the subscriber in the same manner as the original. Please endorse your approval of the Articles of Incorporation on the duplicate copy, and return a certified copy to this office.

Also enclosed is a certificate designating place of business or domicile for service of process within this State, naming agent upon whom process may be served.

A check is also enclosed in the total amount of \$78.75 to cover the \$35.00 filing fee, the \$8.75 fee for the certified copy of the Certificate of Incorporation, and the \$35.00 fee for designation of registered agent.

Yours very truly,

  
Ivan M. Lefkowitz

IML:cey

Enclosures

cc: Mr. Barnett I. Chepenik  
Don Levin, CPA (w/encl)

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TALLAHASSEE, FLORIDA

**ARTICLES OF INCORPORATION**

05 JAN -5 PM 2:15

**OF**

**CHEPENIK FINANCIAL SERVICES, INC.**

**ARTICLE I - NAME**

The name of this corporation is CHEPENIK FINANCIAL SERVICES, INC.

**ARTICLE II - DURATION**

This corporation shall exist perpetually, commencing on January 1, 2005.

**ARTICLE III - PURPOSE**

This corporation is organized for the purpose of transacting any or all lawful business for which corporations may be incorporated under Chapter 607, Florida Statutes.

**ARTICLE IV - CAPITAL STOCK**

This corporation is authorized to issue 10,000 shares of \$1.00 par value common stock.

**ARTICLE V - INITIAL REGISTERED OFFICE AND AGENT,  
AND CORPORATE ADDRESS**

The street address of the initial registered agent of this corporation shall be:

430 North Mills Avenue  
Orlando, Florida 32803

The name of the initial registered agent of this corporation at that address shall be:

IVAN M. LEFKOWITZ

The street address of the corporate offices shall be:

1900 Summit Tower Boulevard, Suite 170  
Orlando, Florida 32810

#### **ARTICLE VI - INITIAL BOARD OF DIRECTORS AND OFFICERS**

A. This corporation shall have two (2) directors initially. This number of directors may either be increased or diminished from time to time by the By-Laws but shall never be less than one (1).

B. The name and address of the initial director and officer of this corporation are as follows:

<u>Name</u>	<u>Address</u>	<u>Office</u>
BARNETT I. CHEPENIK	1900 Summit Tower Blvd. Suite 170 Orlando, Florida 32810	President/ Treasurer/ Director
JASON CHEPENIK	1900 Summit Tower Blvd. Suite 170 Orlando, Florida 32810	Vice President/ Secretary/ -- Director

#### **ARTICLE VII - INCORPORATOR**

The name and address of the persons signing these Articles are:

<u>Name</u>	<u>Address</u>
BARNETT I. CHEPENIK	1900 Summit Tower Blvd. Suite 170 Orlando, Florida 32810
JASON CHEPENIK	1900 Summit Tower Blvd. Suite 170 Orlando, Florida 32810

**ARTICLE VIII - BY-LAWS**

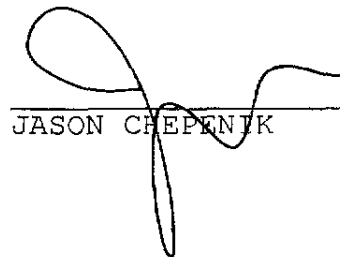
The power to adopt, alter, amend or repeal By-Laws shall be vested in the Board of Directors and the shareholders.

**ARTICLE IX - AMENDMENT**

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

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation this 29<sup>th</sup> day of Dec., 2004.

  
BARNETT I. CHEPENIK

  
JASON CHEPENIK

**CERTIFICATE OF DESIGNATION**

**REGISTERED AGENT/REGISTERED OFFICE**

Pursuant to the provisions of section 607.0501, Florida Statutes, the undersigned corporation, organized under the laws of the State of Florida, submits the following statement in designating the registered office/registered agent, in the State of Florida.


1. The name of the corporation is:

CHEPENIK FINANCIAL SERVICES, INC.

2. The name and address of the registered agent and office is:

IVAN M. LEFKOWITZ  
430 North Mills Avenue  
Orlando, Florida 32803

Date: 12-29, 2004

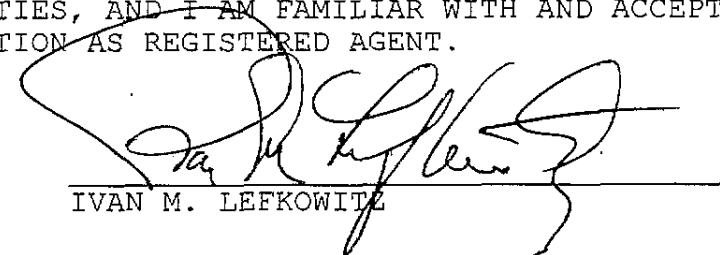
  
BARNETT I. CHEPENIK, President

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**ACCEPTANCE**

HAVING BEEN NAMED AS REGISTERED AGENT AND TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY ACCEPT THE APPOINTMENT AS REGISTERED AGENT AND AGREE TO ACT IN THIS CAPACITY. I FURTHER AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATING TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES, AND I AM FAMILIAR WITH AND ACCEPT THE OBLIGATIONS OF MY POSITION AS REGISTERED AGENT.

Date: 1-3, 2005

  
IVAN M. LEFKOWITZ