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The undersigned, for the purpose of forming a corporation under the Florida General Corporation Act, do hereby adopt the following articles of incorporation, providing for the formation, rights, privileges and immunities of a corporation for profit.

ARTICLE I

The name of the corporation is:

NISENBAUM & SCHUEPPL, INC.

ARTICLE II

The duration of the Corporation is perpetual.

ARTICLE III

The general purpose for which the corporation is organized is "To engage in business for which the Corporation may be incorporated under the Florida General Corporation Act.

ARTICLE IV

The aggregate numbers of shares, which the corporation is authorized to issue, are 500. Such shares shall be of a single class (capital stock), shall be \$1.00 per share par value, and shall be known as Section 1244 Stock, such stock term is defined in the Internal Revenue Code.

ARTICLE V

The whole or any part of the capital stock shall be payable either in lawful money of the United States or in property, labor or services insofar as permitted from time to time by the laws of the State of Florida, the value of such property, labor or services to be determined by the Board of Directors.

ARTICLE VI

The amount of capital with which the corporation shall commence business shall be at least Five Hundred Dollars (\$500.00).

Five hundred shares issued and outstanding.

ARTICLE VII

The principal street address and the initial registered office of the corporation is:

231 Altara Avenue Coral Gables, FL 33146

The initial Registered Agent at such address is:

Sabrina Schueppl

ARTICLE VIII

The number of Director(s) constituting the initial Board of Director of the corporation is/are (1). The name and address of the person(s) who are to serve as members of the initial Board of Directors is/are:

Sabrina Schueppl 231 Altara Avenue Coral Gables, FL 33146 President

ARTICLE IX

The names and addresses of each Incorporator of these Articles of Incorporation is/are as follows:

Sabrina Schueppl 231 Altara Avenue Coral Gables, FL 33146 100%

ARTICLE X

The corporation shall at all times have any corporate powers enumerated in the General Corporation Act of Florida.

EXECUTED by the undersigned at Miami, Miami-Dade County, Florida this 7th day of January 2005.

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STATE OF FLORIDA

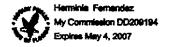
COUNTY OF MIAMI-DADE

BEFORE ME, the undersigned authority, personally appeared Sabrina Schueppl to me known to be the person(s) described in the foregoing Articles of Incorporation, and she signed the same for the purposes therein set forth.

WITNESS my hand and official seal this 7th day of January 2005.

Notary Public

My commission expires:



Certificate designating place of business or domicile for the services of process within Florida, naming agent upon who process may be served.

In compliance with Section 48.091, Florida Statutes, the following is submitted:

First that **NISENBAUM & SCHUEPPL INC.**, desiring to organize or qualify under the laws of the State of Florida with its principal place of business at 231 Altara Avenue, Coral Gables, FL 33146, has named Sabrina Schueppl of 231 Altara Avenue, Coral Gables, FL 33146 as its agent to accept service of process within Florida.

SIGNATURE Sahn Solm

TITLE PRESIDENT

DATE 1/7/05

Having been named to accept service of process for the above stated corporation, at the place designated in this certificate, I hereby agree to act in this capacity, and I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties.

SIGNATURE

DATE 1/9