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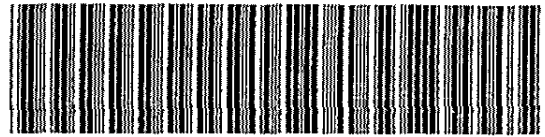
(Business Entity Name)

(Document Number)

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

05 JAN 18 PM 4: 18

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C.S. 1-20

TRANSMITTAL LETTER

Department of State
Division of Corporations
P. O. Box 6327
Tallahassee, FL 32314

SUBJECT: Caprice LGW, Corp.
(PROPOSED CORPORATE NAME - MUST INCLUDE SUFFIX)

Enclosed is an original and one(1) copy of the articles of incorporation and a check for :

\$70.00
Filing Fee

\$78.75
Filing Fee &
Certificate of
Status

\$78.75
Filing Fee
& Certified Copy

\$87.50
Filing Fee,
Certified Copy
& Certificate

ADDITIONAL COPY REQUIRED

FROM: Richard P. Zaretsky, Esq.
Name (Printed or typed)

1655 Palm Beach Lakes Blvd, #900
Address

West Palm Beach, FL 33401
City, State & Zip

(561) 689-6660
Daytime Telephone number

NOTE: Please provide the original and one copy of the articles.

**ARTICLES OF INCORPORATION OF
CAPRICE LGW, CORP.**

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned, for the purpose of forming a corporation under the Florida General Corporation Act, does hereby adopt the following Articles of Incorporation:

ARTICLE I - NAME

The name of the Corporation is CAPRICE LGW, CORP.

ARTICLE II - PRINCIPAL OFFICE

The principal place of business and the mailing address of the corporation is: 99 Powerhouse Road, Suite 102, Roslyn Heights, NY 11577.

ARTICLE III - PURPOSE

The general purpose for which the Corporation is for all business which is legal in the state of Florida.

ARTICLE IV - SHARES

1. The aggregate number of shares which the Corporation is authorized to issue is ten thousand (10,000). Such shares shall be of a single class, and shall have a par value of one dollar.

2. No preferences, limitations or relative rights, other than those provided by law, shall exist in respect of any of the shares of the Corporation or any of the holders thereof.

ARTICLE V - INITIAL OFFICERS/DIRECTORS

The number of directors constituting the initial Board of Directors of the Corporation is no less than one and no more than three directors. The names, addresses and title of each person who is to serve as a member of the initial Board of Directors is:

- Phil Gruber (President), 99 Powerhouse Road, Suite 102, Roslyn Heights, NY 11577
- James Levin (Vice President), 99 Powerhouse Road, Suite 102, Roslyn Heights, NY 11577
- Lawrence Weinberger (Secretary), 211 Maple Avenue, Sea Cliff, NY 11579

ARTICLE VI - REGISTERED AGENT

The street address of the initial registered office of the Corporation is 1655 Palm Beach Lakes Blvd., Suite 900, West Palm Beach, Florida 33401. The name of its initial registered agent at such address is RICHARD P. ZARETSKY.


ARTICLE VII - INCORPORATOR

The name and address of each incorporator is:

Richard P. Zaretsky
1655 Palm Beach Lakes Blvd.
Suite 900
West Palm Beach, FL 33401

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SECRETARY OF STATE
PALM BEACH COUNTY, FLORIDA

EXECUTED by the undersigned at West Palm Beach, Florida this 3rd day of January, 2005.

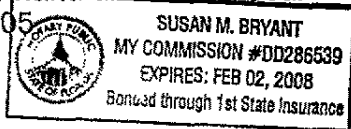


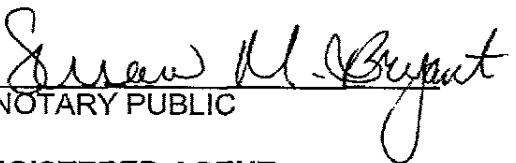
RICHARD P. ZARETSKY
as Incorporator

State of Florida)
)
ss:)
County of Palm Beach)

BEFORE ME, the undersigned authority, personally appeared RICHARD P. ZARETSKY, who after being first duly sworn, acknowledged that he executed the foregoing Articles of Incorporation for CAPRICE LGW, CORP., a Florida corporation, for the purposes herein expressed.

Witness my hand and official seal at the State and County aforesaid, this 3rd day of January, 2005.

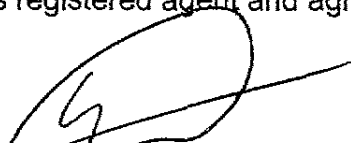




NOTARY PUBLIC

ACCEPTANCE OF DESIGNATION AS REGISTERED AGENT

I, RICHARD P. ZARETSKY, having been named as registered agent to accept service of process for the above stated corporation at the place designated in this certificate, I am familiar with and accept the appointment as registered agent and agree to act in this capacity.



RICHARD P. ZARETSKY