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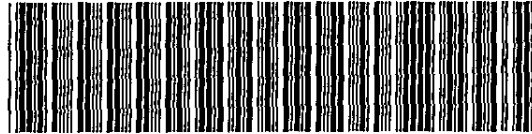
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**ALLAN M. GLASER, P.A.**

**Biscayne Centre  
Suite 807  
11900 Biscayne Boulevard  
Miami, Florida 33181**

**ALLAN M. GLASER  
ATTORNEY AT LAW**

**TELEPHONE (305) 893-5999  
TELEFAX (305) 893-8251**

February 25, 2005


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

Re: New Corporation / Gotham Capital Group, Inc.  
Our File No.: 4307-4

To Whom It May Concern:

Please find the Articles of Incorporation Acceptance of Registered Agent for the above-named Corporation for filing with the Divisions of Corporations. Also enclosed is your filing fee payable to the Florida Department of State in the amount of \$78.75 please process the documents and return them to our office together with your Certificate of Incorporation in the enclosed self address stamped envelope. Thank you in advance for your attention. If you have any questions please contact the undersigned.

Cordially yours,



ALLAN M. GLASER

AMG/to

Enc.

150774307-4/022405

ARTICLES OF INCORPORATION  
OF  
GOTHAM CAPITAL GROUP, INC.

The undersigned incorporator hereby forms a corporation under Chapter 607 of the laws of the State of Florida.

ARTICLE I. NAME

The name of the corporation shall be:

GOTHAM CAPITAL GROUP, INC.

The address of the principal office of this corporation shall be 11900 Biscayne Boulevard, Suite 807, North Miami, Florida 33181, and the mailing address shall be the same.

ARTICLE II. NATURE OF BUSINESS

This corporation may engage or transact in any or all lawful activities or business permitted under the laws of the United States, the State of Florida or any other state, country, territory or nation.

ARTICLE III. CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is 100 shares of common stock having \$1.00 par value per share.

ARTICLE IV. REGISTERED AGENT

The street address of the initial registered office of the corporation shall be 11900 Biscayne Boulevard, Suite 807, North Miami, Florida 33181, and the name of the initial registered agent of the corporation at that address is Allan M. Glaser.

ARTICLE V. TERM OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE VI. DIRECTORS AND OFFICERS

All corporate powers shall be exercised by or under the authority of, and the business and affairs of the corporation managed under the direction of its Board of directors, subject any limitation set forth in these Articles of Incorporation. This corporation shall have one Director, initially. The name and address of the initial member of the Board of Directors and Officers are:

Peter Chung,	2070 South Hibiscus Drive
Director/President	North Miami, Florida 33181
Secretary	

ARTICLE VII. INCORPORATOR

The name and street address of the incorporator to these Articles of  
Incorporation:

Allan M. Glaser, P.A.  
11900 Biscayne Boulevard, Suite 807  
North Miami, Florida 33181

IN WITNESS WHEREOF, ALLAN M. GLASER has set his hand and  
seal on February 25, 2005.

ALLAN M. GLASER, P.A.

By:   
ALLAN M. GLASER

ACCEPTANCE OF REGISTERED AGENT  
DESIGNATED IN THE ARTICLES OF INCORPORATION

ALLAN M. GLASER, an individual residing in this State, having a business office identical with the registered office of the corporation named below, and having been designated as the Registered Agent in the above and foregoing Articles of Incorporation of:

GOTHAM CAPITAL GROUP, INC.

ALLAN M. GLASER is familiar with and accepts the obligations of the position of Registered Agent under Section 607.C505, Florida Statutes.

By:   
ALLAN M. GLASER

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