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FLORIDA PROFIT CORPORATION OR P.A.

stanley i. foodman p.a. certified public accountants

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FLORIDA DEPARTMENT OF STATE

Glenda E. Hood
Secretary of State

April 13, 2005

EMPIRE CORPORATE KIT COMPANY

SUBJECT: STANLEY I. FOODMAN P.A. CERTIFIED PUBLIC ACCOUNTANTS
REF: W05000018536

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION

OF

STANLEY I. FOODMAN P.A. CERTIFIED PUBLIC ACCOUNTANTS

The undersigned incorporator(s), for the purpose of forming a Professional Service Corporation under Chapter 621 of the Florida Statutes, hereby adopt(s) the following Articles of Incorporation.

ARTICLE I NAME

The name of the corporation shall be: STANLEY I. FOODMAN P.A. CERTIFIED PUBLIC ACCOUNTANTS

ARTICLE II DURATION

This corporation should have perpetual existence.

ARTICLE III PRINCIPAL OFFICE

The principal place of business and mailing address of this corporation shall be: 1201 BRICKELL AVE # 610, MIAMI, FL 33129

ARTICLE IV PURPOSE

The purpose of this corporation shall be: CPA FIRM

ARTICLE V CAPITAL STOCK

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

ARTICLE VI INITIAL REGISTERED AGENT AND ADDRESS

The name and address of the initial registered agent: STANLEY FOODMAN, 1201 BRICKELL AVE # 610, MIAMI, FL 33129

ARTICLE VII BOARD OF DIRECTOR(S)

The name and address of the initial board of directors shall be:

PRESIDENT/DIRECTOR
STANLEY FOODMAN


1201 BRICKELL AVE
610
MIAMI, FL 33129

ARTICLE VIII INCORPORATOR(S)

The name and address of the incorporator(s) to these Articles of Incorporation shall be:

EMPIRE CORPORATE KIT OF AMERICA, INC.
2444 NW 7th PLACE
MIAMI, FL 33127

The undersigned has (have) executed these Articles of Incorporation this 11th of APRIL, 2005.



INCORPORATOR
Ray Stomont Signing for
Empire Corporate Kit of America, Inc.

TOTAL P.05

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**CERTIFICATE OF DESIGNATION
REGISTERED AGENT/REGISTERED OFFICE**

Stanley J. Goodman, P.A. Certified Public
(Name of Corporation) Accountants

HAVING BEEN NAMED AS REGISTERED AGENT AND TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION AT THE PLACE DESIGNATED IN THE ARTICLES OF INCORPORATION, 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.


REGISTERED AGENT

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