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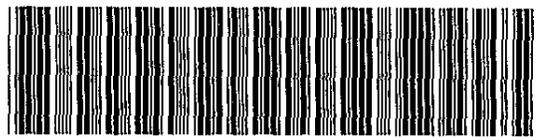
(Business Entity Name)

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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T. Hampton AUG 03 2005

Miller & O'Neill

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*LL.M. in Taxation

August 1, 2005

Via Federal Express Delivery

Division of Corporations
409 East Gaines Street
Tallahassee, Florida 32399

Re: IDB Management, Inc.

To Whom It May Concern:

Enclosed for filing, please find:

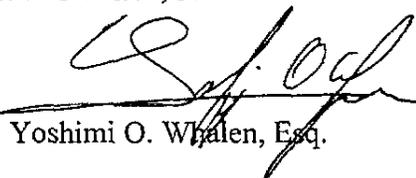
1. Articles of Incorporation for IDB Management, Inc.
2. Certificate Designating Place of Business or Domicile for the Service of Process within this State, Naming Agent Upon Whom Process May be Served
3. Check in the amount of \$78.75 (\$35.00 filing fee and \$43.75 fee for 5 certified copies of articles).
4. Self-addressed stamped envelope.

Kindly return a certified copy of the articles once filed. Thank you and best regards.

Very truly yours,

MILLER & O'NEILL, P.L.

By:


Yoshimi O. Whalen, Esq.

YOW
Enclosures

cc: Mr. & Mrs. Irving Burke
Lawrence J. Miller, Esq.
Holly O'Neill, Esq.
Donald Goldstein, C.P.A.

2300 Glades Road, Suite 400 East, Boca Raton, Florida 33431

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ARTICLES OF INCORPORATION

OF

2005 AUG -2 PM 2: 32

IDB MANAGEMENT, INC.

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned, acting as incorporator of IDB MANAGEMENT, INC. under the Florida Business Corporation Act, adopts the following Articles of Incorporation.

ARTICLE I. NAME

The name of the corporation is IDB MANAGEMENT, INC.

ARTICLE II. ADDRESS

The mailing address of the corporation is 4671 Bocaire Blvd., Boca Raton, FL 33487.

ARTICLE III. COMMENCEMENT OF EXISTENCE

The existence of the corporation will commence upon the filing of these articles of incorporation.

ARTICLE IV. PURPOSE

The corporation is organized to engage in any activity or business permitted under the laws of the United States and Florida.

ARTICLE V. AUTHORIZED SHARES

The total number of shares of all classes of capital stock of the Corporation which the Corporation shall have the authority to issue is 1,000, shares having a par value of \$.01 per share.

ARTICLE VI. INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of the corporation is 2300 Glades Rd., Suite 400 East, Boca Raton, FL 33431, and the name of the corporation's initial registered agent at that address is Miller & O' Neill.

ARTICLE VII. INCORPORATOR

The name and street address of the incorporator is Holly M. O'Neill, 2300 Glades Rd., Suite 400 East, Boca Raton, FL 33431.

The incorporator of the corporation assigns to this corporation his rights under Section 607.0201, Florida Statutes, to constitute a corporation, and he assigns to those persons designated by the board of directors any rights he may have as incorporator to acquire any of the capital stock of this corporation, this assignment becoming effective on the date corporate existence begins.

ARTICLE VIII. BYLAWS

The power to adopt, alter, amend, or repeal bylaws shall be vested in the board of directors and the shareholders, except that the board of directors may not amend or repeal any bylaw adopted by the shareholders if the shareholders specifically provide that the bylaw is not subject to amendment or repeal by the directors.

ARTICLE IX. AMENDMENTS

The corporation reserves the right to amend, alter, change, or repeal any provision in these Articles of Incorporation in the manner prescribed by law, and all rights conferred on shareholders are subject to this reservation.

The undersigned incorporator, for the purpose of forming a corporation under the laws of the State of Florida, has executed these Articles of Incorporation this 1st day of August, 2005.



Holly M. O'Neill, Esq., Incorporator

**CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE
FOR THE SERVICE OF PROCESS WITHIN THIS STATE, NAMING
AGENT UPON WHOM PROCESS MAY BE SERVED**

Pursuant to Chapter 48.091, Florida Statutes, the following is submitted:

That IDB MANAGEMENT, INC. desiring to organize under the laws of the State of Florida with its initial registered office, as indicated in the Articles of Incorporation, 2300 Glades Rd., Suite 400 East, Boca Raton, FL 33431, has named Miller & O' Neill as its agent to accept service of process within this state.

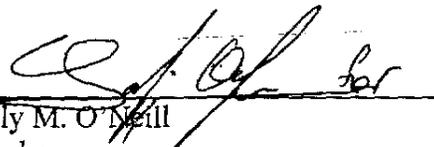
ACKNOWLEDGMENT:

Having been named to accept service of process for the corporation named above, at the place designated in this certificate, the undersigned agrees to act in that capacity, to comply with the provisions of the Florida Business Corporation Act, and is familiar with, and accepts, the obligations of that position.

Dated this 1st day of August, 2005.

MILLER & O'NEILL, P.L.

By:


Holly M. O'Neill
Member