

Division of Corporations

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Florida Department of State
Division of Corporations
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From:

Account Name : HUBCO
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FLORIDA PROFIT/NON PROFIT CORPORATION

Elder Management Corp.

D. WHITE MAR 3 1 2006

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION

The undersigned incorporator(s), for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopt(s) the following Articles of Incorporation.

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TALLAHASSEE, FLORIDA

ARTICLE I NAME

The name of the corporation shall be:

Elder Management Corp.

ARTICLE II PRINCIPAL OFFICE

The principal place of business and mailing address of this corporation shall be:

**Elder Management Corp.
3101 Port Royale Boulevard #1332
Fort Lauderdale, FL 33308**

ARTICLE III SHARES

The number of shares of stock that this corporation is authorized to have outstanding at any one time is:

1,500 Shares at No Par Value

ARTICLE IV INITIAL REGISTERED AGENT AND STREET ADDRESS

The name and address of the initial registered agent is:

**Paul Elder
3101 Port Royale Boulevard #1332
Fort Lauderdale, FL 33308**

Prepared By:
**Bruce B. Hubbard
77 East John St.
Hicksville, New York 11801
1-516-935-3940**

ARTICLES V INITIAL OFFICER(S)/DIRECTOR(S)

The name(s) and street address(es) and title(s) to these Articles of Incorporation is(are):

**Paul Elder - President/Director
3101 Port Royale Boulevard #1332
Fort Lauderdale, FL 33308**

ARTICLES VI INCORPORATOR(S)

The name(s) and street address(es) of the incorporator(s) to these Articles of Incorporation is(are):

**Paul Elder
3101 Port Royale Boulevard #1332
Fort Lauderdale, FL 33308**

The undersigned incorporator(s) has(have) executed these Articles of Incorporation this

30th day of March 2006.

A handwritten signature in black ink, appearing to read "Paul Elder", is written over a horizontal line.

Paul Elder - Signature

CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT/REGISTERED OFFICE

PURSUANT TO THE PROVISIONS OF SECTION 607.0501, FLORIDA STATUTES, THE UNDERSIGNED CORPORATION, ORGANIZED UNDER THE LAWS OF THE STATE OF FLORIDA, SUBMITS THE FOLLOWING STATEMENT IN THE DESIGNATING THE REGISTERED OFFICE/AGENT, IN THE STATE OF FLORIDA.

1. The name of the corporation is: Elder Management Corp.

2. The name and address of the registered agent and office is:

Paul Elder

Name

3101 Port Royale Boulevard #1332


(P.O. Box or Mail Drop Box NOT Acceptable)

Fort Lauderdale, FL 33308

(City / State / Zip)

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this certificate, 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 the statutes relating to the proper and complete performance of my duties, and am familiar with and accept the obligations of my position as registered agent.


Paul Elder
SIGNATURE

March 30, 2006

(Date)