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FLORIDA PROFIT/NON PROFIT CORPORATION

JASON, SPENCER & ROSS, INC.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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ARTICLES OF INCORPORATION

OF

JASON, SPENCER & ROSS, INC.

ARTICLE I - NAME

The name of this Corporation is Jason, Spencer & Ross, Inc.

ARTICLE II - DURATION

This Corporation shall have perpetual existence commencing upon the date of these Articles.

ARTICLE III - PURPOSE

This Corporation is organized for the following purposes:

A. To have and to exercise all the powers now or hereafter conferred by the laws of the State of Florida upon corporations organized pursuant to the laws under which this Corporation is organized and any and all acts amendatory thereof and supplemental thereto.

ARTICLE IV - CAPITAL STOCK

This Corporation is authorized to issue One Hundred (100) shares of One (\$1.00) Dollar par value common stock.

ARTICLE V - PREEMPTIVE RIGHTS

Every shareholder, upon the sale for cash of any new stock of this Corporation of the same kind, class or series as that which he already holds, shall have the right to

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purchase his pro rata share thereof (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

ARTICLE VI - INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this Corporation is 8551 West Sunrise Boulevard, Suite 208, Fort Lauderdale, Florida 33322 and the name of the initial registered agent of this corporation at that address is Philip C. Rosen.

ARTICLE VII - INITIAL MAILING ADDRESS

The initial mailing address of this corporation is:

8551 West Sunrise Boulevard
Suite 208
Fort Lauderdale, Florida 33322

ARTICLE VIII - INITIAL BOARD OF DIRECTORS

This Corporation shall have one (1) director initially. The number of directors may be either increased or diminished from time to time by the By-Laws, but shall never be less than one. The director has not yet been selected.

ARTICLE IX - INCORPORATOR

The name and address of the incorporator signing these Articles:

Philip C. Rosen
8551 West Sunrise Boulevard
Suite 208
Fort Lauderdale, Florida 33322

ARTICLE X - INDEMNIFICATION

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This Corporation shall indemnify any officer or director, or any former officer or director, to the full extent permitted by law.

ARTICLE XI - AMENDMENT

This Corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment hereto, and any right conferred upon the shareholders are subject to this reservation.

IN WITNESS WHEREOF, the undersigned Incorporator executed these Articles of Incorporation this 26th day of April, 2006.


Philip C. Rosen, Incorporator

STATE OF FLORIDA
COUNTY OF BROWARD

The foregoing instrument was acknowledged before me this 26th day of April, 2006, by Philip C. Rosen who is personally known to me or who has produced Florida driver's license as identification and who did take an oath.




Notary Public

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

DESIGNATION OF REGISTERED AGENT

FOR

JASON, SPENCER & ROSS, INC.

In compliance with Section 48.091, Florida Statutes, JASON, SPENCER & ROSS, INC., desiring to organize and qualify under the laws of the State of Florida, hereby names Philip C. Rosen located at 8551 W. Sunrise Boulevard, Suite 208, Ft. Lauderdale, Florida 33322 as its agent to accept service of process within Florida.

DATED: April 26, 2006



Philip C. Rosen, Incorporator

ACCEPTANCE

Having been named to accept service of process for the above named Corporation, at the place designated in this Certificate, I hereby agree to act in this capacity, and I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties.

DATED: April 26, 2006



Philip C. Rosen, Registered Agent

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