

**Electronic Articles of Incorporation
For**

P06000096076
FILED
July 20, 2006
Sec. Of State
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ZACKS FIFTH AVE, INC.

The undersigned incorporator, for the purpose of forming a Florida profit corporation, hereby adopts the following Articles of Incorporation:

Article I

The name of the corporation is:

ZACKS FIFTH AVE, INC.

Article II

The principal place of business address:

C/O SHELLEY M. DEGEYTER
5071 WILD CINNAMON DRIVE
MELBOURNE, FL. 32940

The mailing address of the corporation is:

C/O SHELLEY M. DEGEYTER
5071 WILD CINNAMON DRIVE
MELBOURNE, FL. 32940

Article III

The purpose for which this corporation is organized is:

ANY AND ALL LAWFUL BUSINESS.

Article IV

The number of shares the corporation is authorized to issue is:

200

Article V

The name and Florida street address of the registered agent is:

MITCHELL T DEGEYTER
5071 WILD CINNAMON DRIVE
MELBOURNE, FL. 32940

I certify that I am familiar with and accept the responsibilities of registered agent.

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Registered Agent Signature: MITCHELL T DEGEYTER

Article VI

The name and address of the incorporator is:

2010 SOLUTIONS INC
2077 SEAWIND COURT

INDIALANTIC, FL 32903

Incorporator Signature: MICHAEL S GEMMELL

Article VII

The initial officer(s) and/or director(s) of the corporation is/are:

Title: P
SHELLEY M DEGEYTER
5071 WILD CINNAMON DRIVE
MELBOURNE, FL. 32940

Title: VP
MITCHELL T DEGEYTER
5071 WILD CINNAMON DRIVE
MELBOURNE, FL. 32940

Article VIII

The effective date for this corporation shall be:

07/20/2006