

SEP 21-2006 10:05 AM KRAMER GREEN
P06000121975

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FLORIDA PROFIT/NON PROFIT CORPORATION

FALL SOLUTIONS, INC.

Certificate of Status	0
Certified Copy	1
Page Count	04
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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SEP-21-2006 10:06

KRAMER GREEN

P.02/06



September 19, 2006

FLORIDA DEPARTMENT OF STATE

KRAMER, GREEN, ZUCKERMAN & KAHN, PA
Division of Corporations

SUBJECT: FALL SOLUTIONS, INC.
REF: W06000041056

We received your electronically transmitted document. However, the document has not been filed. Please make the following corrections and refile the complete document, including the electronic filing cover sheet.

The document must contain a registered agent with a Florida street address and a signed statement of acceptance. (i.e. I hereby am familiar with and accept the duties and responsibilities of Registered Agent.)

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FAX Aud. #: H06000229780
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SEP-21-2006 10:06

KRAMER GREEN

P.03/06

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ARTICLES OF INCORPORATION
OF
FALL SOLUTIONS, INC.

2006 SEP 21 AM 11:50
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FILED

I, the undersigned, for the purpose of forming a corporation for profit, pursuant to the laws of the State of Florida, do hereby adopt the following Articles of Incorporation:

ARTICLE I

NAME

The name of this corporation is FALL SOLUTIONS, INC.

ARTICLE II

BUSINESS ADDRESS

The business address of this corporation is 2100 E. Hallandale Beach Boulevard, Suite 301, Hallandale, Florida 33009.

ARTICLE III

DURATION

This corporation shall have perpetual existence commencing on the date of filing of the Articles of Incorporation with the Department of State.

ARTICLE IV

PURPOSE

This corporation is organized for the purpose of transacting any or all lawful business.

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ARTICLE V

CAPITAL STOCK

This corporation is authorized to issue seven thousand five hundred (7,500) shares of One (\$1.00) Dollar par value common stock, which shall be designated "Common Shares."

ARTICLE VI

VOTING RIGHTS

Each share of common stock of this corporation shall entitle the holder of record thereof to one (1) vote upon each proposal presented at lawful meetings of the stockholders.

ARTICLE VII

PREEMPTIVE RIGHTS

There shall be no preemptive rights in any stock herein issued or hereafter issued.

ARTICLE VIII

INITIAL REGISTERED OFFICE AND REGISTERED AGENT

The street address of the initial registered office of this corporation is 4000 Hollywood Boulevard, Suite 485 South, Hollywood, Florida, 33021, and the name of the initial registered agent of this corporation at that address is Mitchell F. Green.

ARTICLE IX

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 bylaws, but never less than one (1). The name and address of the initial director of this corporation is:

CLIFFORD BENEZRA
2100 E. Hallandale Beach Boulevard
Suite 301
Hallandale, FL 33009


ARTICLE X

INCORPORATOR

The name and address of the Incorporator is:

CLIFFORD BENEZRA
2100 E. Hallandale Beach Boulevard
Suite 301
Hallandale, FL 33009

IN WITNESS WHEREOF, the undersigned has executed these Articles of
Incorporation on this 14 day of September, 2006


CLIFFORD BENEZRA
Initial Director/Incorporator

K:\MFC\BENEZRA\Fall Solutions, Inc\ARTICLES OF INCORPORATION\COI.frm

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

In compliance with Sections 48.091 and 607.0501, Florida Statutes, the following
is submitted:

FIRST - - That FALL SOLUTIONS, INC., desiring to organize or qualify under the
laws of the State of Florida, with its principal place of business at 2100 E. Hallandale
Beach Boulevard, Suite 301, City of Hallandale, State of Florida, has named Mitchell F.
Green, Kramer, Green, Zuckerman, Greene & Buchsbaum, P.A., located at 4000
Hollywood Boulevard, Suite 485 South, City of Hollywood, State of Florida, as its agent to
accept service of process within the State of Florida.

SIGNATURE: 

CLIFFORD BENEZRA

TITLE: Incorporator

DATE: 9/21/06

Having been named to accept service of process for the above-stated 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.

SIGNATURE: 

MITCHELL F. GREEN

Registered Agent

DATE: 9-21-06TALLAHASSEE, FLORIDA
SECRETARY OF STATE

2006 SEP 21 AM 11:50

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TOTAL P.06