

**Electronic Articles of Incorporation
For**

P07000078494
FILED
July 10, 2007
Sec. Of State
sprather

SHAPIRO & KARGER HOLDING CORP.

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:

SHAPIRO & KARGER HOLDING CORP.

Article II

The principal place of business address:

1868 NORTH UNIVERSITY DRIVE
SUITE 304
PLANTATION, FL. 33322

The mailing address of the corporation is:

1868 NORTH UNIVERSITY DRIVE
SUITE 304
PLANTATION, FL. 33322

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:

100

Article V

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

JAMES D TITTLE
11382 PROSPERITY FARMS RD.
BLDNG. F, SUITE 222
PALM BEACH GARDENS, FL. 33410

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

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Registered Agent Signature: JAMES D. TITTLE

Article VI

The name and address of the incorporator is:

JAMES D. TITTLE
253 BIG SKY DRIVE

HIAWASSEE, GA 30546

Incorporator Signature: JAMES D. TITTLE

Article VII

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

Title: P
SCOTT SHAPIRO
1868 NORTH UNIVERSITY DRIVE
PLANTATION, FL. 33322

Title: VP
MICHAEL SHAPIRO
1868 NORTH UNIVERISTY DRIVE
PLANTATION, FL. 33322

Title: VP
STEPHEN SHAPIRO
1868 NORTH UNIVERSITY DRIVE
PLANTATION, FL. 33322

Title: VP
DARREN KARGER
42 EMERSON ROAD
MORRIS PLAINS, NJ. 07950