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Prentice Hall Legal & Financial Services ATTN: (904) 222-7495

(904) 222-7495

1201 HAYS STREET, SUITE 105 TALLAHASSEE, FL 32301

CORPORATION(S) NAME	CHARTER NUMBER
J. 1 ver 2 , I, c	2000
P95000	1017
Amendment Annual Report Change of Registered Agent Dissolution/Withdrawal Domestication Fictitious Business Name Foreign - Profit Foreign - Non-Profit Limited Partnership Limited Liability Mtr. Veh.	Merger Name Reservation Name Registration Non-Profit/Articles of Incorporation Other Profit/Articles of Incorporation Reinstatement Resignation of R.A., Off/Dir. Trademark UCC/Filing 1 UCC/Filing 3
Certified Copy Photocopy Corporate Print-Out Fictitious/Owner Search	CUS Good Standing R.A., Off/Dir Search
(X) Walk in () Call if Problem () Will Wait (X) Pick up 3/7 12:0
BRANCH ORDERING: BRANCH RECEIVING: CLIENT MATTER # SAME DAY VERBAL REQUESTED: VERBAL REQUESTED: SENT TO: BRANCH FOR PRENTICE HALL'S BY: LIENT BY: BY: BY: LIENT BY: BY: LIENT BY: LIENT BY: BY: LIENT BY: BY: BY: BY: BY: BY: BY: BY	CHECK # ST./CTY/ FEES CORR. FEE/ SPEC. HANDL. MESSENGER COPIES FAX FEE OTHER TOTAL

ARTICLES OF INCORPORATION

OF

SILVER-Z, INC.



The undersigned, being an individual, does hereby act as incorporator in adopting the following Articles of Incorporation for the purpose of organizing a corporation for profit, pursuant to the provisions of the Florida Business Corporation Act.

FIRST: The corporate name for the corporation (hereinafter called the "corporation") is SILVER-Z, INC.

SECOND: The address, wherever located, of the principal office of the corporation, if known, is 12400 Biscayne Boulevard; North Miami, FL 33181.

THIRD: The mailing address, wherever located, of the corporation is 12400 Biscayne Boulevard; North Miami, FL 33181.

FOURTH: The number of shares that the corporation is authorized to issue is 200 cumulative voting shares, all of which are without par value and are of the same class and are to be Common shares.

FIFTH: The street address of the initial registered office of the corporation in the State of Florida is 12400 Biscayne Boulevard; North Miami, FL 33181.

The name of the initial registered agent of the corporation at the said registered office is Robert Sandler.

The written acceptance of the said initial registered agent, as required in Section 607.0501(3) of the Florida Business Corporation Act, is set forth following the signature of the incorporator and is made a part of these Articles of Incorporation.

SIXTH: The name and the address of the incorporator are:

NAME

ADDRESS

Mark Anspacher

155 Washington Avenue Albany, NY 12210

SEVENTH: The purposes for which the corporation is organized are to engage

in any lawful business for which corporations may be organized under the Florida Business Corporation Act.

EIGHTH: The duration of the corporation shall be perpetual.

NINTH: The corporation shall, to the fullest extent permitted by the provisions of the Florida Business Corporation Act, as the same may be amended and supplemented, indemnify any and all persons whom it shall have power to indemnify under said provisions from and against any and all of the expenses, liabilities, or other matters referred to the covered by said provisions, and the indemnification provided for herein shall not be deemed exclusive of any other rights to which those indemnified may be entitled under any Bylaw, vote of shareholders or disinterested directors, or otherwise, both as to action in his official capacity and as to action in another capacity while holding such office, and shall continue as to a person who has ceased to be a director, officer, employee, or agent and shall inure to the benefit of the heirs, executors, and administrators of such a person.

TENTH: Whenever the corporation shall be engaged in the business of exploiting natural resources or other wasting assets, distributions may be paid in cash out of depletion or similar reserves at the discretion of the Board of Directors and in conformity with the provisions of the Florida Business Corporation Act.

Signed on January 27, 1995

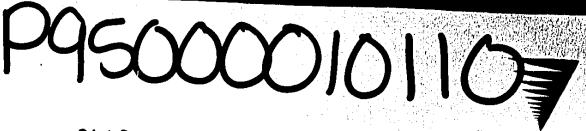
Mark Anspacher, Incorporator

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

Date: 12/4

Robert Sandler

S0514-098507



21st Century Holding Company

3201 North Federal Highway Fort Lauderdale, FL 33306 Telephone (954) 564-4300 Fax (954) 564-4373

December 10, 1996

Florida Department of State Division of Corporations P.O. Box 6327 Tallahassee, Florida 32314

RE: Change of Address for

Silver-Z, Inc.

Document Number: P95000010110

Please be advised and note that the address for the above mentioned company has changed to:

3201 North Federal Highway Fort Lauderdale, Florida 33306

Thank you for your prompt attention to this matter. Please do not hesitate to contact me if you require additional information.

Sincerely, SILVER-Z, INC.

Robert a. Sandler/Be

V518

P9500010110

A PLUS DISCOUNT INSURANCE

3201 North Federal Highway, Suite 201 Fort Lauderdale, Florida 33306 (954) 564-4300 office (954) 564-4373 fax

August 21, 1997

Florida Department of State Division of Corporations P.O. Box 6327 Tallahassee, Florida 32314

RE: Change of Address for:

Silver-Z, Inc.

Document Number: P95000010110

Please be advised and note that the address for the above-mentioned corporation will be changed on or about September 10, 1997 to:

2800 West Oakland Park Boulevard, Suite 201 Oakland Park, Florida 33311

Thank you for your prompt attention to this matter. Please do not hesitate to contact me if you require additional information.

Sincerely, SILVER-Z, INC.

Robert A. Sandler Corporate Officer

K28/28