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TIME REQUESTED: 13:31:38

CERTIFICATE OF STATUS: 0

METHOD OF DELIVERY: FAX

ACCOUNT NUMBER: 076247002423

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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ARTICLES OF INCORPORATION

OF

NET WORTH, INC.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned, a natural person competent to contract, does hereby make, subscribe and file these Articles of Incorporation for the purpose of organizing a corporation under the laws of the State of Florida.

ARTICLE I

CORPORATE NAME

The name of this Corporation shall be: NET WORTH, INC.

ARTICLE II

PRINCIPAL OFFICE AND MAILING ADDRESS

The principal office and mailing address of the Corporation is 12749 N.W. 13 Manor, Coral Springs, Florida 33071.

ARTICLE III

NATURE OF CORPORATE BUSINESS AND POWERS

The general nature of the business to be transacted by this Corporation shall be to engage in any and all lawful business permitted under the laws of the United States and the State of Florida.

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CHARLES B. PEARLMAN, ESQ., FL BAR # 235547
ATLAS, PEARLMAN, TROP & BORKSON, P.A.
200 EAST LAS OLAS BOULEVARD, SUITE 1900
FORT LAUDERDALE, FLORIDA 33301
PHONE NO.: (305) 763-1200

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ARTICLE IV**CAPITAL STOCK**

The maximum number of shares that this Corporation shall be authorized to issue and have outstanding at any one time shall be 1,000 shares of common stock, par value \$.001 per share.

ARTICLE V**TERM OF EXISTENCE**

This Corporation shall have perpetual existence.

ARTICLE VI**REGISTERED AGENT AND
INITIAL REGISTERED OFFICE IN FLORIDA**

The Registered Agent and the street address of the initial Registered Office of this Corporation in the State of Florida shall be:

Warren Marmorstein
12749 N.W. 18 Manor
Coral Springs, Florida 33071

ARTICLE VII**BOARD OF DIRECTOR(S)**

This Corporation shall have one (1) Director initially.

ARTICLE VIII**INITIAL DIRECTOR**

The name and address of the initial Director of this Corporation are:

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Warren Marmorstein
12749 N.W. 18 Manor
Coral Springs, Florida 33071

The person named as initial Director shall hold office for the first year of existence of this Corporation, or until his successors is elected or appointed and has qualified, whichever occurs first.

ARTICLE IX

INCORPORATOR

The name of the person signing these Articles of Incorporation as the Incorporator is Warren Marmorstein.

ARTICLE X

INDEMNIFICATION

This Corporation may indemnify any director, officer, employee or agent of the Corporation to the fullest extent permitted by Florida law.

ARTICLE XI

AFFILIATED TRANSACTIONS

This Corporation expressly elects not to be governed by Section 607.0901 of the Florida Business Corporation Act, as amended from time to time, relating to affiliated transactions.

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IN WITNESS WHEREOF, the undersigned Incorporator has executed the foregoing Articles of Incorporation on the 20 day of February, 1995.

Warren Marmorstein
Warren Marmorstein, Incorporator

**CERTIFICATE DESIGNATING REGISTERED AGENT
AND OFFICE FOR SERVICE OF PROCESS**

NET WORTH, INC. , a corporation existing under the laws of the State of Florida with its principal office and mailing address at 12749 N.W. 18 Manor, Coral Springs, Florida 33071 has named Warren Marmorstein whose address is 12749 N.W. 18 Manor, Coral Springs, Florida 33071 as its agent to accept service of process within the State of Florida.

ACCEPTANCE:

Having been named to accept service of process for the above named Corporation, at the place designated in this Certificate, I hereby accept the appointment as Registered Agent, and agree to comply with all applicable provisions of law. In addition, I hereby am familiar with and accept the duties and responsibilities as Registered Agent for said Corporation.

Warren Marmorstein
Warren Marmorstein

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