

P95000019110

March 3, 1995

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

RE: Professional Financial Management, Inc.
John M. Leveroni
2770 N.E. 30th Street
Lighthouse Point, FL 33064

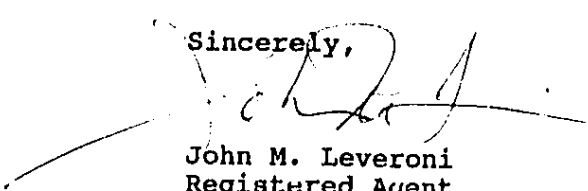
To whom it may concern:

Please file these enclosed Articles of Incorporation for
Professional Financial Management, Inc.

Please send me a certified copy of this incorporation to my
address above.

Thank you for your assistance in this matter.

Sincerely,


John M. Leveroni
Registered Agent

**ARTICLES OF INCORPORATION
OF
PROFESSIONAL FINANCIAL MANAGEMENT, INC.**

FILED
95 MAR -7 12 3 11
SECRET
FALL ARMS OFFICE

ARTICLE I - NAME

The name of the corporation is Professional Financial Management, Inc.
(hereinafter called the "Corporation").

ARTICLE II - PURPOSE

The Corporation is organized for the purpose of transacting any or all lawful business for corporations organized under The Florida Business Corporation Act of the State of Florida.

ARTICLE III - CAPITAL STOCK

The aggregate number of shares which the Corporation shall have the authority to issue is 1,000 shares of Common Stock, par value \$.01 per share.

Shares of capital stock of the Corporation that have been issued and subsequently acquired by the Corporation shall constitute issued but not outstanding shares of the same class, until canceled or disposed of (whether by resale or otherwise) by the Corporation. If the Board of Directors cancels any such shares, the canceled

shares shall constitute authorized and unissued shares of the same class and shall be undesignated as to series.

ARTICLE IV - INITIAL REGISTERED AGENT

The street address of the initial registered office of the Corporation is 2770 N.E. 30th Street, Lighthouse Point, Florida 33064; and the name of the initial registered agent of the Corporation at that address is John M. Leveroni.

ARTICLE V - INITIAL PRINCIPAL OFFICE

The street address of the initial principal office of the Corporation is 2770 N.E. 30th Street, Lighthouse Point, Florida 33064.

ARTICLE VI - INITIAL BOARD OF DIRECTORS

The Corporation shall have one director initially. The number of directors may be either increased or decreased from time to time as provided in the Bylaws of the Corporation, but shall never be less than one. The name and address of the initial director of the Corporation is as follows:

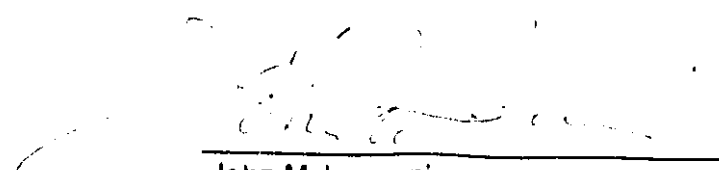
John M. Leveroni
2770 N.E. 30th Street
Lighthouse Point, Florida 33064

ARTICLE VII - INCORPORATOR

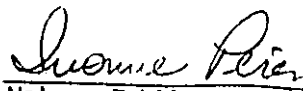
The name and address of the person signing these Articles of Incorporation is:

John M. Leveroni
2770 N.E. 30th Street
Lighthouse Point, Florida 33064

IN WITNESS WHEREOF, the undersigned Incorporator has executed these
Articles of Incorporation this 3 day of March, 1995.



John M. Leveroni
Incorporator



Notary Public
State of Florida



IVONNE E. PEREZ
NOTARY PUBLIC, STATE OF FLORIDA
My Commission Exp. June 1, 1997
Commission No. CC 291107

**CERTIFICATE DESIGNATING THE ADDRESS
AND AN AGENT UPON WHOM PROCESS MAY BE SERVED**

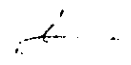
WITNESSETH:

That Professional Financial Management, Inc., desiring to organize under the laws of the State of Florida, has named John M. Leveroni, located at 2770 N.E. 30th Street, Lighthouse Point, Florida 33064, as its agent to accept service of process within this state.

ACKNOWLEDGMENT:

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, and I accept the duties and obligations of Section 607.0505, Florida Statutes.

Dated this 3 day of February, 1995.



John M. Leveroni
Registered Agent