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FLORIDA DIVISION OF CORPORATIONS

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SHEET TO: DIVISION OF CORPORATIONS

FROM: FILINGS, INC. DEPARTMENT OF

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PT LAUDERDALE FL 33311- TALLAHASSEE, FL 32399

CONTACT: TERESA ROMAN

FAX: (904) 922-4000

PHONE: (904) 385-6735 FAX: (904) 385-6761

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DOCUMENT TYPE: FLORIDA PROFIT CORPORATION OR P.A.

NAME: ATLANTIC DESIGN GROUP, INC. FAX AUDIT NUMBER: H95000008051

CURRENT STATUS: REQUESTED DATE REQUESTED: 07/21/1995

TIME REQUESTED:

09:50:47 CERTIFIED COPIES: 0

CERTIFICATE OF STATUS: 1 NUMBER OF

PAGES: 3

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*w-14756
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FLORIDA DIVISION OF CORPORATIONS

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FLORIDA DEPARTMENT OF STATE

July 24, 1995

Sandra B. Mortham
Secretary of State

FILINGS INC.

TALLAHASSEE, FL

SUBJECT: ATLANTIC DESIGN GROUP, INC.
REF: W95000014756

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Steven Godfrey
Corporate Specialist

FAX Aud. #: H95000008051
Letter Number: 895A00035161

JUL-26-95 WED 7:51 AM

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11/20/2000 3:05/

**ARTICLES OF INCORPORATION
OF
ATLANTIC DESIGN GROUP, INC.**

The undersigned Incorporator, for the purpose of forming a corporation under Chapter 607 of the laws of the State of Florida, does hereby adopt the following Articles of Incorporation:

Article 1.

NAME OF CORPORATION

The name of the Corporation is ATLANTIC DESIGN GROUP, INC.

Article 2.

PURPOSE

The general purposes for which the Corporation is organized is to engage in and transact any lawful business or activities permitted under the laws of the United States, the State of Florida or any other state, country, territory or union.

Article 3.

EFFECTIVE DATE AND DURATION

The effective date of this corporation shall be deemed to be July 20, 1995 and the term of existence of the corporation is perpetual.

Article 4.

CAPITAL STOCK

The aggregate number of shares which the Corporation is authorized to issue is ONE THOUSAND (1000) shares of common stock. Each share shall be of a single class and shall have ONE DOLLAR (\$1.00) par value per share.

Article 5.

PRINCIPAL PLACE OF BUSINESS AND MAILING ADDRESS

The principal place of business of the corporation and mailing address shall be:

PREPARED BY
STEVEN N. PARKS, P.A. 2257 State Road 7, Suite 122
1940 HARRISON ST. Boca Raton, Florida 33432
suite 302
HOLLYWOOD FL. 33020

305-923-6260
FL BAR #572063

Page 1

ANY OFFICES OF STEVEN N. PARKS, P.A.
1940 HARRISON ST. SUITE 302
HOLLYWOOD, FL 33020

11/20/2000 3:05/

EFFECTIVE DATE

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TALLAHASSEE FLORIDA

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Article 2.

REGISTERED OFFICE AND REGISTERED AGENT

The street address of the initial Registered Office of the Corporation is 8828 N.W. 7TH PLACE, PARKLAND, FLORIDA 33067 and the name of its initial Registered Agent at that address is MARTIN H. GERSHBERG.

Article 3.

INCORPORATORS

The names and post office addresses of the Incorporator is:

MARTIN H. GERSHBERG
88287 State Road 7, Suite 122,
Boca Raton, Florida 33433

Article 4.

DIRECTORS

The number of Directors constituting the initial Board of Directors is ONE. The number of Directors may be increased or decreased from time to time in accordance with the Bylaws but shall never be less than one. The name and mailing address of the initial Directors of the Corporation is as follows:

MARTIN H. GERSHBERG
88287 State Road 7, Suite 122,
Boca Raton, Florida 33433

Article 5.

SPECIAL PROVISION - Section 1344 Qualifications

It is the intent of the Incorporator that the Corporation will qualify under section 1344 of the Internal Revenue Code.

Article 6.

SPECIAL PROVISION - Indemnification

The Corporation shall indemnify any Officer or Director, or any former Officer or Director, to full extent permitted by law.

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Article 11.

SELF DEALING

No contract or other transaction between the corporation and any other corporation, in the absence of fraud, shall be affected or invalidated by the fact that any one or more of the directors of the corporation is or are interested in, or is a director or officer of any other corporation. Any director or directors of the corporation, individually or jointly, may be a party or parties to, or may be interested in, any such contract or transaction of the corporation, or in which the corporation is interested and no contract, act or transaction, in the absence of fraud, shall be affected or invalidated by the fact that any director or directors of the corporation is a party or parties to, or interested in, such contract, act or transaction in or in any way connected with such person or persons, firm or corporation and each and every person who may become a director of the corporation is hereby relieved from any liability that might otherwise exist from this contracting with the corporation for the benefit of himself or any firm, association, or corporation, in which he/she may be anyway interested. Further, any director of the corporation may vote upon any contract or agreement entered into with a subsidiary or affiliated corporation.

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

Incorporator: MARTIN H. GREENSB

by: Martin H. Greensb
Martin H. Greensb

ACKNOWLEDGEMENT AND ACCEPTANCE BY REGISTERED AGENT

The undersigned, having been named as Registered Agent for ATLANTIC DESIGN GROUP, INC., as set forth in the foregoing Articles of Incorporation, does hereby agree to act in this capacity and to accept service of process for the above stated corporation at the place designated in the Articles of Incorporation. The undersigned further agrees to comply with the provisions of all statutes relating to the proper and complete performance of the duties of Registered Agent, and is familiar with and accepts all such obligations associated with this position.

DATED this 20 day of July, 1995.

Martin H. Greensb
MARTIN H. GREENSB
Registered Agent

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