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E. WISLIVER  
1351 SE 7th Ave #105  
Dania, FL 33004

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FILED  
95 JAN 17 PM 1:38  
CLERK OF STATE  
TALLAHASSEE, FLORIDA

84 JAN 18 1996

ARTICLES OF INCORPORATION  
OF  
NATIONWIDE REGISTRATION, INC.

FILED  
26 JUN 17 PM 1:30  
TALLAHASSEE, FLORIDA

The undersigned subscriber of these Articles of Inc., a natural person competent to contract, hereby forms a corporation under the law of the State of Florida.

ARTICLE I. NAME

The name of the corporation shall be:

NATIONWIDE REGISTRATION, INC.

The principal place of business of this corporation shall be 1351 S.E. 7th Avenue, #105, Dania, Florida 33004.

ARTICLE II. NATURE OF BUSINESS

This corporation may engage or transact in any or all lawful activities or businesses permitted under the laws of the United States, the State of Florida, the District of Columbia or any other state, country, territory or nation.

ARTICLE III. CAPITAL STOCK

The number of shares of stock that the corporation is authorized to have outstanding is 100, all of which shall be common shares with par value of \$1.00. The capital stock may be paid for in property, labor, or services at a just valuation, to be fixed by the incorporator or by the director(s) at a meeting called for such purpose or at the organization meeting. Property, labor or services may be purchased or paid for with the capital stock at a just valuation of said property, to be fixed by the director(s) of the company. Stock in other corporations or going businesses may be purchased by the corporation, in return for the issuance of its capital stock, and said purchases shall be on such basis and for such consideration as the issuance of so much of the capital stock as the directors of the company may decide.

ARTICLE IV. ADDRESS

The street address of the initial registered office of the corporation shall be 1351, S.E. 7th, #105, Dania, Florida 33004 and the name and address of the initial registered agent of the corporation is:

ERIC S. WISHNER  
1351 S.E. 7th Avenue, #105  
Dania, Florida 33004.

#### ARTICLE V. TERM OF EXISTENCE

This corporation is to exist perpetually.

#### ARTICLE VI. DIRECTORS

This corporation shall have one director initially. The name and address of the initial member of the Board of Directors is:

ERIC S. WISHNER  
1351 S.E. 7th Avenue, #105  
Dania, Florida 33004

#### ARTICLE VII. OFFICERS

The name and address of the initial officer of the corporation who shall hold office or the first year of the corporation's existence, or until successors are elected or appointed is:

ERIC S. WISHNER                                      PRESIDENT/TREASURER/SECRETARY  
1351 S.E. 7th Avenue, #105  
Dania, Florida 33004

#### ARTICLE VIII. INDEMNIFICATION

The corporation shall indemnify all officers and directors or former officers or directors, to the full extent permitted by law.

#### ARTICLE IX. SUBSCRIBER

The name and street address of the subscriber to these Articles of Incorporation is:

ERIC S. WISHNER  
1351 S.E. 7th Avenue, #105  
Dania, Florida 33004

#### ARTICLE X. PRE-EMPTIVE RIGHTS

Each shareholder of the corporation shall have a pre-emptive right because of his shareholdings to have first offered to him any part of any presently authorized shares of the corporation hereafter issued, optioned, or sold, or any part of any debenture, bonds, notes, or securities of the corporation convertible into shares hereafter issued, optioned, or sold by the corporation.

This provision shall not operate to defeat rights in all shares and classes of shares now authorized and in all debentures, bonds, notes, or securities of the corporation which may be convertible into shares, and also not to defeat pre-emptive rights in any and all shares and classes of shares and securities convertible into shares which the corporation may be hereafter authorized to issue by any amended certificate duly filed. Thus, any and all of the shares of the corporation presently authorized, and any and all debentures, bonds, notes, or securities of the corporation convertible into shares and any and all of the shares of the corporation which may hereafter be authorized, may at any time be issued, optioned, and contracted for sale, or sold and disposed of by the direction of the Board of Directors of the corporation to such persons, and upon such terms and conditions as may to the Board of Directors seem proper and advisable, with first offering such shares or securities or any part thereof to existing shareholders.

#### ARTICLE XI. INDEBTEDNESS

The highest amount of indebtedness or liability to which the corporation may at any time subject itself is unlimited.

#### ARTICLE XII. EFFECTIVE DATE

The effective date of this corporation shall be the date as filed in the Secretary of State's Office in Tallahassee, Florida.

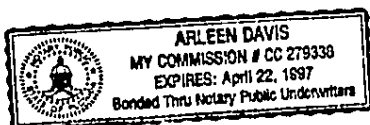
IN WITNESS WHEREOF, the undersigned has hereunto set his hand and seal of this 9th day of January, 1996.

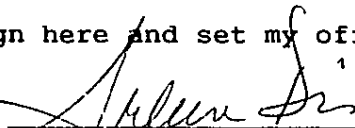
  
Eric S. Wishner  
Incorporator

STATE OF FLORIDA    )  
                                  SS:  
COUNTY OF DADE    )

On January, 9th, 1996, before me, the undersigned officer, personally appeared ERIC S. WISHNER, known to me to be the person whose name is subscribed to this document, and who acknowledged that the executed document for the purposes contained within it.

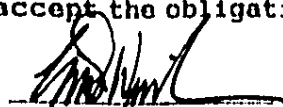
IN WITNESS WHEREOF, I sign here and set my official seal.



  
Notary Public  
State of Florida at Large

ACCEPTANCE BY REGISTERED AGENT AND REGISTERED OFFICE

Having been named Registered Agent and designated to accept service of process for NATIONWIDE REGISTRATION, INC., at 1351 S.E. 7th Avenue, #105, Dania, Florida 33004, I hereby agree to act in this capacity. I further agree to comply with all the provisions of all the statutes relative to the proper and complete performance of my duties. I am familiar with and accept the obligations provided for in Section 607.325.



Eric S. Wishner  
Registered Agent

FILED  
95 JUN 17 PM 1:38  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA