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NAME: H & Y LEGAL COURTHOUSE, INC. FAX AUDIT NUMBER: H96000002274
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ARTICLES OF INCORPORATION

OF

H & Y LEGAL COUNSEL, INC.

The undersigned, 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 H & Y LEGAL COUNSEL, INC.

Article 2.

PURPOSES

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 nation.

Article 3.

EFFECTIVE DATE AND DURATION

The effective date of this corporation shall be deemed to be February 16, 1998 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) value per share.

Article 5.

PRINCIPAL PLACE OF BUSINESS

The principal place of business of the corporation shall be: 2450 S.W. 58th Avenue, Fort Lauderdale, FL 33312 and the mailing address shall be 2450 S.W. 58th Avenue, Fort Lauderdale, FL 33312.

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PREPARED BY: THE LAW OFFICE OF STEVEN H. PARKS, P.A. - 1940 Harrison Street, #302, Hollywood, FL 33020 (954) 923-8260 - Florida Bar #572063

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Article 6.

REGISTERED OFFICE AND REGISTERED AGENT

The street address of the initial Registered Office of the Corporation is 2400 S.W. 50th Avenue, Fort Lauderdale, Florida 33312 and the name of its initial Registered Agent at that address is YUILL B. ESKINOR.

Article 7.

INCORPORATORS

The names and post office addresses of the incorporator(s) are:

YUILL B. ESKINOR - 2400 S.W. 50th Avenue
Fort Lauderdale, FL 33312

Article 8.

DIRECTORS

The number of Directors constituting the initial Board of Directors is TWO. 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 names and mailing address of the initial Directors of the Corporation is as follows:

HECTOR PERAZZO - 2400 S.W. 50th Avenue
Fort Lauderdale, FL 33312
YUILL B. ESKINOR - 2400 S.W. 50th Avenue
Fort Lauderdale, FL 33312

Article 9.

SPECIAL PROVISIONS

It is the intent of the Incorporator that the Corporation will qualify under section 1364 of the Internal Revenue Code.

Article 10.

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

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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, I have hereunto subscribed my name this 15 day of February, 1996.

Yule S. Brenner
YULE S. BRENNER
as Incorporator of
H & Y LEGAL COUNSELL, INC.

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ACCEPTANCE BY REGISTERED AGENT

The undersigned, having been named as Registered Agent for H & Y LEGAL COUNSELL, 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 15 day of February, 1996.

Yule S. Brenner
YULE S. BRENNER
Registered Agent

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