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DOCUMENT TYPE: FLORIDA PROFIT CORPORATION OR P.A.

NAME: G.J. BERSATEIN AND ASSOCIATES, INC.

FAX AUDIT NUMBER: H98000003474

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USA's Justice

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Lewis L. Kimler, Esq.
499 N.W. 70th Ave. #109
Plantation, FL 33317
(305) 587-0800
FL Bar # 119348

Articles Of Incorporation

of

G. J. BERNSTEIN and ASSOCIATES, INC.

ARTICLE I. CORPORATE NAME.

The name of this corporation is G. J. BERNSTEIN and ASSOCIATES, INC.

ARTICLE II. PRINCIPAL OFFICE.

The principal place of business and mailing address of this corporation 2999 N. E. 191 Street, Suite 600, North Miami Beach, Florida, 33180.

ARTICLE III. CAPITAL STOCK.

The number of shares of stock that this corporation is authorized to have outstanding at any one time is 1,300,000 and same shall have one cent par value.

ARTICLE IV. INITIAL REGISTERED AGENT AND OFFICE.

The name and address of the initial registered agent is NOEL G. BERNES, 2999 N. E. 191 Street, Suite 600, North Miami Beach, Florida, 33180.

ARTICLE V. INCORPORATORS.

The names and street address of the incorporators of these articles of incorporation are David J. Bernstein, 2999 N. E. 191 street, Suite 600, North Miami Beach, Florida, 33180 and Noel G. Bernes, 2999 N. E. 191 street, Suite 600, North Miami Beach, Florida, 33180.

ARTICLE VI. PURPOSE OF THE BUSINESS AND NUMBER OF DIRECTORS

This business is incorporated for the purpose of purchasing and investing in under valued assets and for any and all lawful business deemed to be advisable by the board of directors.

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The corporation shall have one (2) directors initially who shall be David J. Bernstein and Noel G. Bervs. The board of directors may increase the number of members of the board at any board meeting, however, the maximum number of board members shall not exceed seven (7) members.

The undersigned have executed these Articles of Incorporation on March 11, 1996.

David J. Bernstein

President

STATE OF FLORIDA
SS:
COUNTY OF BROWARD

Before me, the undersigned authority, duly authorized to administer oaths and take acknowledgments, personally appeared David J. Bernstein, who is personally known to me and who did take an oath.

SWORN TO AND SUBSCRIBED before me this 11th day of March, 1996.

Lewis S. Kimler
NOTARY PUBLIC, STATE OF FLORIDA
at large.

PRINT NAME: Lewis S. Kimler
My Commission Expires:



"OFFICIAL SEAL"
Lewis S. Kimler
My Commission Expires 12/31/98
Commission #CC 42590

Pursuant to the provisions of F.S. 607.0501, the undersigned corporation, organized under the laws of the State of Florida, submits the following statement in designating the registered office/registered agent in the State of Florida.

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1. The name of the corporation is G. J. Berenstein and Associates, Inc.
2. The name of the registered agent is Noel G. Berce.
3. The address of the registered agent/registered office is 2999 N. E. 191 Street, Suite 600, North Miami Beach, Florida, 33180.

Acceptance

Having been named as registered agent and designated to accept service of process for the above corporation, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.


Noel G. Berce

Date: 03/11/96

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TALLAHASSEE, FLORIDA

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