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FLORIDA DIVISION OF CORPORATIONS

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DEPARTMENT OF REVENUE

1400 W. WALKER ST

STATE OF FLORIDA

SUITE 200

1000 N. GULF BLVD

MIAMI FL 33135

TALLAHASSEE FL 32301

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DOCUMENT TYPE: FLORIDA PROFIT CORPORATION OR P.A.

NAME: BROTMAN INDUSTRIES, INC.

FAX AUDIT NUMBER: H96000004025

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SECRETARY OF STATE
TALLAHASSEE, FL 32301

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ARTICLES OF INCORPORATION

OF

BROTMAN INDUSTRIES, INC.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE I.

The name of this Corporation is:

BROTMAN INDUSTRIES, INC., a Florida Corporation

ARTICLE II.

This Corporation shall exist in perpetuity commencing on the date of execution and acknowledgment of these Articles of Incorporation.

ARTICLE III.

The Corporation may engage in any activity or business permitted under the laws of the United States and the State of Florida.

ARTICLE IV.

This Corporation is authorized to issue 10,000 shares of \$1.00 par value common stock which shall be designated as "Common Shares."

ARTICLE V.

In the event of any voluntary or involuntary liquidation, dissolution or winding up of this Corporation the assets of the Corporation shall be payable to and distributed ratably among the holders of record of the Common Shares.

ARTICLE VI.
VOTING RIGHTS:

Except as otherwise provided by Law, the entire voting power for the election of Directors and for all other purposes shall be vested exclusively in the holders of the outstanding Common Shares.

Mark B. Goldstein, Esq.
FL. Bar NO. 705276
1000 S. Federal Hwy #202
Fort Laud., FL 33316
(305) 761-8810

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ARTICLE VII.
PREEMPTIVE RIGHTS:

Every shareholder, upon the sale for cash of any new stock of this Corporation of the same kind, class or series as that which he already holds, shall have the right to purchase his pro-rata share thereof (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

ARTICLE VIII.

The street address of the initial registered office of this Corporation is: 1000 South Federal Highway, Suite 202, Fort Lauderdale, Florida 33316, and the name of the initial registered agent of this Corporation at that address is: MARK B. GOLDSTEIN, ESQ, and the principal place of business of the corporation is 1000 South Federal Highway, Fort Lauderdale, Florida 33316.

ARTICLE IX.

This Corporation shall have two (2) Directors initially. The number of Directors may be either increased or diminished from time to time by the By-Laws but shall never be less than one (1). The names and address of the initial Directors of this Corporation are:

**RANDY BROTMAN
1000 SOUTH FEDERAL HIGHWAY
SUITE 202
FORT LAUDERDALE, FLORIDA 33316**

**MARK B. GOLDSTEIN
1000 SOUTH FEDERAL HIGHWAY
SUITE 202
FORT LAUDERDALE, FLORIDA 33316**

ARTICLE X.

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

**MARK B. GOLDSTEIN
1000 SOUTH FEDERAL HIGHWAY
SUITE 202
FORT LAUDERDALE, FLORIDA 33316**

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ARTICLE XI.
AMENDMENT:

This Corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendments thereto, and any right conferred upon the shareholders is subject to this reservation.

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation this 20 day of March, 1996.

BROTMAN INDUSTRIES INC.,
a Florida Corporation

BY: [Signature]
Mark B. Goldstein, Incorporator

STATE OF FLORIDA)
SS:)
COUNTY OF Broward)

I HEREBY CERTIFY on this day, before me, an officer duly authorized to administer oaths and to take acknowledgments, personally appeared MARK B. GOLDSTEIN, known to me to be the person described in and who executed the foregoing instrument, who acknowledged before me that he executed the same, that I relied upon the following form of identification of the above-named person; i.e., Florida Drivers License and that an oath was not taken.

WITNESS my hand and official seal, this 20 day of March, 1996, in the County and State aforesaid.

[Signature]
PRINT NAME: ANGELA C. WARMER
NOTARY PUBLIC, STATE OF FLORIDA
My commission expires:
Commission No: _____



ANGELA CATHERINE WARNER
My Commission OCS00642
Expires Jan. 29, 2000

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FIRST THAT BROTMAN INDUSTRIES, INC., A FLORIDA CORPORATION DESIRING TO ORGANIZE UNDER THE LAWS OF THE STATE OF FLORIDA, WITH ITS PRINCIPAL OFFICE, AS INDICATED IN THE ARTICLES OF INCORPORATION AT 1000 SOUTH FEDERAL HIGHWAY, SUITE 202, FORT LAUDERDALE, FLORIDA 33316, HAS NAMED MARK B. GOLDSTEIN, LOCATED AT 1000 SOUTH FEDERAL HIGHWAY, SUITE 202, FORT LAUDERDALE, FLORIDA 33316, AS ITS AGENT TO ACCEPT SERVICE OF PROCESS WITHIN FLORIDA.

BY: MARK B. GOLDSTEIN, DIRECTOR

By: MARK B. GOLDSTEIN
Dated: 5/2/96

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STATE
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WITNESS my hand and official seal, this 20 day of March, 1996, in the County and State aforesaid.

MAR-20-1996 15:52