

FLORIDA LAW CENTER, INC.

SERVING DADE, BROWARD AND PALM BEACH COUNTIES

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ARTICLES OF INCORPORATION

of

HALEY FUND, INC.

The undersigned subscriber to these Articles of Incorporation, a natural person(s) competent to contract, hereby form a corporation under the laws of the State of Florida.

ARTICLE I - CORPORATE NAME

The name of the corporation: HALEY FUND, INC.

ARTICLE II - DURATION

This corporation shall exist perpetually unless dissolved according to Florida law.

ARTICLE III - PURPOSE

This corporation is organized for the purpose of engaging in any activities or business permitted under the laws of the United States and the State of Florida.

ARTICLE IV - CAPITAL STOCK

The corporation is authorized to issue FIVE HUNDRED (500) shares of ONE Dollar (\$1.00) par value Common Stock, which shall be designated "Common Shares".

ARTICLE V - INITIAL REGISTERED OFFICE AND AGENT

The name and address of the Initial Registered Agent of this Corporation is:

VINCENT CAPODANNO
224 DATURA STREET
WEST PALM BEACH, FLORIDA

ARTICLE VI - INITIAL BOARD OF DIRECTORS

This corporation shall have one directors initially. The number of directors may be either increased or decreased from time to time by the By-Laws, but shall never be less than one (1). The name and address of the initial director of the corporation are as follows:

VINCENT CAPODANNO
224 DATURA STREET
WEST PALM BEACH, FLORIDA

ARTICLE VII - OFFICERS

The following individual shall hold office for the Corporation as designated below:

VINCENT CAPODANNO _____ PRESIDENT

ARTICLE VIII - INCORPORATORS

The name and address of the person signing these Articles of Incorporation is as follows:

VINCENT CAPODANNO
224 DATURA STREET
WEST PALM BEACH, FLORIDA

ARTICLE XI - PRINCIPAL PLACE OF BUSINESS

The principal place of business of the corporation is as follows:

224 DATURA STREET
WEST PALM BEACH, FLORIDA

IN WITNESS WHEREOF, the undersigned subscriber has executed these
Articles of Incorporation this 1ST day of APRIL, 1996.


VINCENT CAPODANNO

STATE OF FLORIDA)
) SS:
COUNTY OF BROWARD)

BEFORE ME, a Notary Public authorized to take acknowledgments in
the State and County set forth above, personally appeared:

VINCENT CAPODANNO

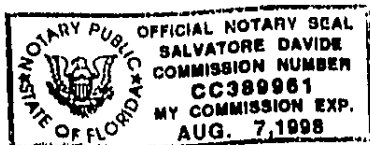
known to me and has provided the following identification

FLORIDA DRIVERS LICENSE C-135-870-69-294-0
(type of identification)

and known to me to be the person who executed the foregoing Articles of
Incorporation, and who acknowledged before me that he executed these
Articles of Incorporation.

IN WITNESS WHEREOF, I have hereunto affixed my hand and seal, in the
State and County aforesaid, this 1ST day of APRIL, 1996.

My Commission expires:




(Notary Public)

SALVATORE G. DAVIDE

(Printed Name of Notary)

CERTIFICATE OF REGISTERED AGENT

of

HALEY FUND, INC.


Pursuant to Florida Statutes Sections 48.031 and 607.024, the following is submitted:

The above corporation, desiring to organize under the laws of the State of Florida with its registered office and principal office indicated in the Articles of Incorporation at:

224 DATURA STREET
WEST PALM BEACH, FLORIDA

named VINCENT CAPODANNO located at the aforesaid address, as Registered Agent to accept service of process within this state.

Having been named to accept service of process for the above stated corporation at the place designated in this certificate, I hereby accept to act in this capacity, and agree to comply with the provisions of Florida Law in keeping open said office.



Vincent Capodanno
(registered agent)

The name and address of the Initial Registered Agent of this Corporation is:

Vincent Capodanno
224 Datura Street
West Palm Beach, Florida

APRIL 1, 1996

FILED
65 APR - 28 AM 8:32
TALLAHASSEE, FLORIDA