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April 19, 1996

VIA UPS OVERNIGHT DELIVERY

Florida Department of State  
Division of Corporations  
409 East Gaines Street  
Tallahassee, FL 32399

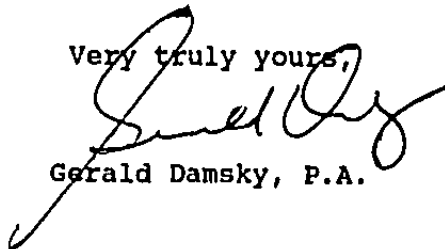
Re: Articles of Incorporation for Track Securities Corporation

Dear Sirs:

Enclosed please find an original and one copy of the Articles of Incorporation for the above referenced corporation. Also enclosed is a check for the filing fee in the amount of \$122.50. Please return to us a certified copy in the self-addressed envelope also enclosed.

Thank you for your assistance with this matter. If you have any questions, or should you require anything further, please contact our office.

Very truly yours,



Gerald Damsky, P.A.

GDD/ame

Enclosures

800001790179  
-04/23/96--01056--020  
\*\*\*+122.50 \*\*\*+122.50

FILED  
96 APR 22 AM 9:58  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

APR 26 1996

ARTICLES OF INCORPORATION  
FOR  
TRACK SECURITIES CORP.

FILED  
96 APR 22 AM 9:58  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

The undersigned incorporator hereby forms a corporation under Chapter 607 of the laws of the State of Florida.

ARTICLE ONE  
NAME AND ADDRESS

The name of the corporation shall be:

TRACK SECURITIES CORP.

The mailing address of this corporation shall be C/O Jack Spiegelman, 980 North Federal Highway, Suite 110, Boca Raton, FL 33432.

ARTICLE TWO  
NATURE OF BUSINESS

This corporation may engage or transact in any or all lawful activities or business for which corporations may be incorporated under Chapter 607 of the Florida Statutes.

ARTICLE THREE  
CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is Ten Thousand (10,000) shares of common stock having a par value per of \$.01 share.

ARTICLE FOUR  
INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of the corporation shall be C/O Jack Spiegelman, 980 North Federal Highway, Suite 110, Boca Raton, FL 33432, and the name of the

initial registered agent of the corporation at that address is Jack Spiegelman.

**ARTICLE FIVE**  
**INITIAL BOARD OF DIRECTORS**

This corporation shall have one (1) director initially. The number of Directors may be increased or diminished 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 this Corporation is:

<u>Name</u>	<u>Address</u>
Jack Spiegelman	980 North Federal Highway Suite 110 Boca Raton, FL 33432

**ARTICLE SIX**  
**TERM OF EXISTENCE**


This corporation is to exist perpetually.

**ARTICLE SEVEN**  
**INCORPORATOR**

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

Jack Spiegelman	980 North Federal Highway Suite 110 Boca Raton, FL 33432
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IN WITNESS WHEREOF, the undersigned has executed these Articles of Incorporation this 19 day of April, 1996.

  
\_\_\_\_\_  
JACK SPIEGELMAN  
Incorporator

STATE OF FLORIDA            )  
                                  ) SS.  
COUNTY OF PALM BEACH    )

BEFORE ME, a Notary Public authorized to take acknowledgments in the State of Florida and County set forth above, JACK SPIEGELMAN, personally appeared personally known to me and known by me to be the person who, as Incorporator, executed the foregoing Articles of Incorporation of **TRACK SECURITIES CORP.**

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal, in the State and County aforesaid this 19<sup>th</sup> day of April, 1996.

  
\_\_\_\_\_  
Notary Public - State of Florida


My Commission Expires:



ALLISON M ELYA  
My Commission CC519561  
Expires Dec. 10, 1999

**ACCEPTANCE OF REGISTERED AGENT DESIGNATED  
IN ARTICLES OF INCORPORATION**

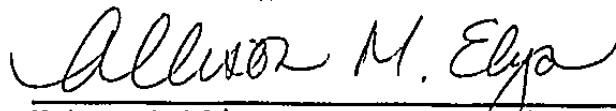
Having been named to accept service of process for the above stated corporation, at the place designated in this certificate, I hereby accept the obligations of the position of Registered Agent under Section 607.0505, Florida Statutes.

  
\_\_\_\_\_  
JACK SPIEGELMAN

STATE OF FLORIDA            )  
                                  ) SS.  
COUNTY OF PALM BEACH    )

BEFORE ME, a Notary Public authorized to take acknowledgments in the State of Florida and County set forth above, personally appeared JACK SPIEGELMAN, personally known to me and known by me to be the person who executed the foregoing.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal, in the State and County aforesaid this 19th day of April, 1996.

  
\_\_\_\_\_  
Notary Public - State of Florida

My Commission Expires:



ALLISON M ELYA  
My Commission CC510561  
Expires Dec. 18, 1999

FILED  
96 APR 22 AM 9:58  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA