P96000049415

(Proposed corporate name - must include suffix)

TRANSMITTAL LETTER

Department of State Division of Corporations P. O. Box 6327 Tallahassee, FL 32314

SUBJECT:

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NOTE: Please provide the original and one copy of the articles.

ARTICLES OF INCORPORATION

OF

BARISH ASSOCIATES, INC.

FILED

96 JUN -7 PM 4: 15

SECRETARY OF STATE
TALLAHASSEE FLORIDA

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

ARTICLE I. NAME

The name of the corporation shall be:

BARISH ASSOCIATES, INC.

The principal place of business of this corporation shall be 2400 EAST LAS OLAS BOULEVARD, #216, FT. LAUDERDALE, FLORIDA 33301.

ARTICLE II. NATURE OF BUSINESS

This corporation may engage or transact in any or all lawful activities or business permitted under the laws of the United States, the State of Florida or any other state, country, territory or nation.

ARTICLE III. CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is 1,500 shares of common stock having a par value of \$1.00 per share.

ARTICLE IV. ADDRESS

The street address of the initial registered office of the

corporation shall be

1500 N.W. 49TH STREET , SUITE 500

FE. Landerdale FI 33309 and the name of the initial registered agent of the corporation at

that address is MORTON BARISH.

ARTICLE V. TERM OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE VI. 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 at the price which it is offered to others.

ARTICLE VII. SPECIAL PROVISION

It is the intent of the incorporator that the corporation will qualify under Section 1244 of the Internal Revenue Code and that the corporation will file a Subchapter S corporation.

ARTICLE VIII. OFFICERS AND DIRECTORS

This corporation shall have ONE officer and ONE director, initially. The name and street address of the initial officer and director who shall hold office for the first year of the corporation, or until his

successor is elected or appointed are:

MORTON BARISH Dir/Pres./Secy/Treasury 2400 EAST LAS OLAS BOULEVARD, #216 FORT LAUDERDALE, FLORIDA 33301

ARTICLE IX. SUBSCRIBERS

The name and street addresses of the subscriber to these Articles

of incorporation is:

MORTON BARISH 2400 EAST LAS OLAS BOULEVARD, #216 FORT LAUDERDALE, FLORIDA 33301

IN WITNESS WHEREOF, the undersigned has hereto set his hand and

seal on this 41th day of June, 19.96

Luciful

STATE OF Florida

COUNTY OF Broward

The foregoing instrument was acknowledged before me this

4TH day of June , 1996, by Morton Borish

Notary Public, State of Florida at Large

My Commission Expires:

ANGELA P DIXON
My Commission CC305819
Expire At 4, 21, 1998
Bonded by AND
800-852-5078

CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE SERVICE OF PROCESS WITHIN FLORIDA, NAMING AGENT UPON WHOM PROCESS MAY BE SERVED

FILED

96 JUN-7 PH 1: 15

TALLAHASSEL FLORIDA

IN COMPLIANCE WITH SECTION 48.091, FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED:

FIRST-- THAT BARISH ASSOCIATES, INC.

(NAME OF CORPORATION)

DESIRING TO ORGANIZE OR QUALIFY UNDER THE LAWS OF THE STATE

OF FLORIDA, WITH ITS PRINCIPAL PLACE OF BUSINESS AT CITY OF

FORT LAUDER Lake.

STATE OF FLORION HAS NAMED MORTON BARISH (STATE) (NAME OF REGISTERED AGENT)

(STREET ADDRESS AND NUMBER OF BUILDING,
POST OFFICE BOX ADDRESSES ARE NOT ACCEPTABLE)

CITY OF FORT LAUDER dale STATE OF FLORIDA, AS ITS AGENT

TO ACCEPT SERVICE OF PROCESS WITHIN FLORIDA.

SIGNATURE

TITLE

DATE______

HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION, AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY AM FAMILIAR WITH AND ACCEPT THE DUTIES AND RESPONSIBILITIES AS REGISTERED AGENT FOR SAID CORPORATION.

SIGNATURE_

DATE Sime 4

P96000049415

Barish Associates, Inc. NEW ADDRESS

6555 Powerline Road, Suite 205 Fort Lauderdale, FL 33309

Same telephone: 954 202 0001 Same fax: 954 202 0002

Effective 11 July 1997

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