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LAW OFFICES
CRAIG DONOFF, P.A.
PROFESSIONAL ASSOCIATION
TOWN EXECUTIVE CENTER - SUITE 104
6100 OLIVER ROAD
1100A NATION, FLORIDA 33434
TELEPHONE (888) 451-8880
1 (800) 688-0788
FAX (888) 451-8880

CRAIG DONOFF, J.D., LL.M.
CERTIFIED TAX ATTORNEY
LIVING TRUSTS AND ESTATE PLANNING

RYAN D. HATHEN, J.D.
LIVING TRUSTS AND ESTATE PLANNING

ROBERT D. SCHWARTZ, J.D., C.P.A.
LIVING TRUSTS AND ESTATE PLANNING

NORTH MIAMI BEACH OFFICE
BARNETT BANK BUILDING, SUITE 300
18305 BISCAYNE BOULEVARD
AVENTURA, FLORIDA 33160

DADE (305) 938-0488
BROWARD (954) 481-8888
FAX (305) 938-8848

July 11, 1996

Secretary of State
Division of Corporations
Capitol Building
Tallahassee, FL 32304

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-07/16/96--01130--018
*****70.00 *****70.00

To whom it may concern:

Enclosed please find the executed Articles of Incorporation for Maryanne V. Orloff, Inc, as well as a check in the amount of \$70.00 made payable to the Secretary of State.

Please process and return to Maryanne V. Orloff, Inc.
3221 South Ocean Blvd. #1006
Highland Beach, FL 33487

I thank you in advance for your prompt attention to this matter. If I can be of any further assistance in this matter, please contact me directly at (407)451-8220.

Very truly yours,


Jessica M. Orloff
Legal Assistant assigned to this case

FILED
96 JUL 15 AM 8:28
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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96 JUL 15 AM 8:28
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION
OF
MARYANNE V. ORLOFF, INC.

I, the undersigned, being of legal age, do hereby associate myself for the purpose of becoming a corporation under the laws of the State of Florida, under Section 607 of the Florida Statutes authorizing the formation of corporations.

ARTICLE I - NAME:

The name of the corporation shall be:

MARYANNE V. ORLOFF, INC.

ARTICLE II - DURATION:

The corporation shall have perpetual existence beginning with the date of acceptance of the corporation by the Secretary of State of the State of Florida.

ARTICLE III - PURPOSE:

The corporation is organized for the purpose of transacting any or all lawful business within or without the State of Florida, and to have all powers conferred upon the corporation by the laws of the State of Florida.

ARTICLE IV - CAPITAL STOCK:

The corporation is authorized to issue (100) shares of common stock with a par value of One (\$1.00) Dollar per share.

ARTICLE V - INITIAL REGISTERED OFFICE AND AGENT:

The street address of the initial principal office of the corporation is 1155 Hillsboro Mile, #104, Hillsboro Beach, FL. The

name and address of the initial Registered Agent of the corporation is Jessica M. Orloff, 3221 South Ocean Blvd. #1006, Highland Beach, FL 33487.

ARTICLE VI - INITIAL BOARD OF DIRECTORS:

The corporation shall have one (1) director 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 is MARYANNE V. ORLOFF.

ARTICLE VII - INCORPORATOR:

The name and address of the person signing these Articles is: MARYANNE V. ORLOFF.

ARTICLE VIII - BY-LAWS:

The power to adopt, alter, amend or repeal the By-Laws shall be vested in the Board of Directors and Stockholders.

ARTICLE IX - STOCKHOLDERS MEETING REQUIRED:

Any action of the stockholders of the corporation must be taken at a meeting of the stockholders of the corporation duly called as provided by law.

ARTICLE X - INDEMNIFICATION:

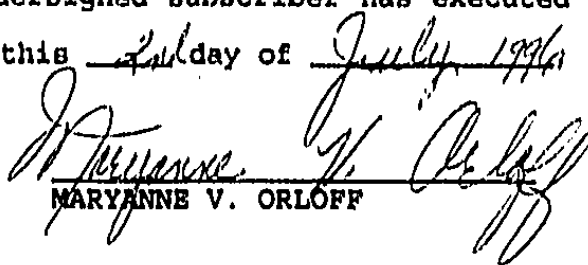
The corporation shall indemnify any officer or director, or any former officer or director, to the fullest extent permitted by law.

ARTICLE XI - AMENDMENT:

The corporation reserves the right to amend or repeal any


provisions contained in these Articles of Incorporation, or any amendment hereto, and any right conferred upon the stockholders is subject to this reservation.

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation this 2nd day of July, 1996.
1996.

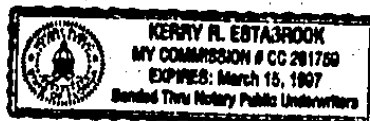

MARYANNE V. ORLOFF

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

BEFORE ME, a notary public authorized to take acknowledgement in the State and County aforesaid, personally appeared MARYANNE V. ORLOFF, to me known and known to me to be the person who executed the foregoing Articles of Incorporation, and who acknowledged before me that she executed the same.


NOTARY PUBLIC, State of Florida
at Large.

My Commission Expires:



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

FILED
JUL 15 AM 8:28
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

In compliance with Chapter 48.091, Florida Statutes, the following is submitted:

FIRST: That MARYANNE V. ORLOFF is desirous of incorporating under the laws of the State of Florida, with its principal office as indicated in the Articles of Incorporation in City of Hillsboro Beach, County of Broward, State of Florida, has named JESSICA M. ORLOFF, located at 3221 South Ocean Blvd. #1006, Highland Beach, FL 33487, in the County of Palm Beach and the State of Florida as its Agent to accept service of process within this state.

ACKNOWLEDGMENT:

Having been named to accept service of process for the above state corporation, at place designated in this Certificate, I hereby accept to act in this capacity and agree to comply with the provision of said Act relative of keeping open said office.


JESSICA M. ORLOFF
Resident Agent

Dated: 7/2/96