1201 HAYS STREET

networks

THANKING ACCOUNT NO. : 072100000032

REFERENCE :

043067

7113792

AUTHORIZATION : VITALI

COST LIMIT :

ORDER DATE : August 5, 1996

ORDER TIME : 12:52 PM

ORDER NO. : 043067

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CUSTOMER NO:

7113792

CUSTOMER: Mr. Aubie Baltin

MR. AUBIE BALTIN

52 Windsor Lane

West Palm Beach, FL 33418

DOMESTIC FILING

NAME:

SOCIETY FOR INVESTOR PROTECTION CORP.

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION

_ CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

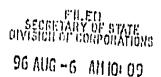
CERTIFIED COPY

PLAIN STAMPED COPY

CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Danny G. Smith

EXAMINER'S INITIALS:



ARTICLES OF INCORPORATION

OF

SOCIETY FOR INVESTOR PROTECTION CORP.

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

ARTICLE I. NAME

The name of the corporation shall be:

SOCIETY FOR INVESTOR PROTECTION CORP.

The address of the principal office of this corporation shall be 52 Windsor Lane, West Palm Beach, Florida 33418, and the mailing address of the corporation shall be the same.

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 1,000 shares of common stock having no par value per share.

ARTICLE IV. REGISTERED AGENT

The street address of the initial registered office of the corporation shall be 1201 Hays Street, Tallahassee, Florida 32301, and the name of the initial registered agent of the corporation at that address is Corporation Service Company.

ARTICLE V. TERM OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE VI. DIRECTORS

All corporate powers shall be exercised by or under the authority of, and the business and affairs of the corporation managed under the direction of its Board of Directors, subject to any limitation set forth in these Articles of Incorporation. This corporation shall have two Directors, initially. The names and addresses of the initial members of the Board of Directors are:

Aubie Baltin

52 Windsor Lane

Palm Beach Gardens, Florida 33418

Albert A. Rapoport

4200 Northwest 26 Highway Boca Raton, Florida 33434



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ARTICLE VII. INCORPORATOR

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

Corporate Agents, Inc. 1201 Hays Street Tallahassee, Florida 32301

The undersigned incorporator has executed these Articles of Incorporation on August 6, 1996.

It's Agent, Deborah D. Skipper Incorporator

ACCEPTANCE OF REGISTERED AGENT DESIGNATED IN ARTICLES OF INCORPORATION

Corporation Service Company, a Delaware corporation authorized to transact business in this State, having a business office identical with the registered office of the corporation named above, and having been designated as the Registered Agent in the above and foregoing Articles, is familiar with and accepts the obligations of the position of Registered Agent under Section 607.0505, Florida Statutes.

It's Agent, Deborah D. Skipper
Authorized Service Representative
Corporation Service Company