

Daniel J. Weinberg

Certified Public Accountant

MEMBER:

American Institute of C.P.A.'s
New York State Society of C.P.A.'s
Florida Institute of C.P.A.'s

19600081637

September 22, 1996

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

200001900742
10/01/96--01003--013
*****70.00 *****70.00

SUBJECT: E. Seiler & Associates, Inc.
(Proposed corporate name)

To Whom It May Concern:

Enclosed please find original Articles of Incorporation together with one (1) copy along with a check in the amount of \$70.00 to cover the filing fees for the abovementioned corporation.

Please send acknowledgement receipt to:

Eric Seiler
E. Seiler & Associates, Inc.

c/o DANIEL J. WEINBERG, CPA
23123 STATE ROAD 7, SUITE 301
BOCA RATON, FL 33428

FILED
96 SEP 30 PM 12:03
TALLAHASSEE, FL 32314

Very truly yours,

Daniel J. Weinberg
Daniel J. Weinberg
Certified Public Accountant

DJW/elw
10/2

Note: Additional copy of articles is needed only when certified copy is requested.

ARTICLES OF INCORPORATION
OF
E. SEILER & ASSOCIATES, INC.

FILED
96 SEP 30 PM 12:10
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned incorporator(s), for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopt(s) the following Articles of Incorporation.

ARTICLE I - NAME

The name of the corporation shall be:

E. Seiler & Associates, Inc.

ARTICLE II - PRINCIPAL OFFICE

The principal place of business and mailing address of this corporation shall be:

7300 Camino Real, Suite 207
Boca Raton, FL 33433

ARTICLE III - CAPITAL STOCK

The number of shares of stock that this corporation is authorized to have outstanding at any one time is:

ONE THOUSAND (1,000) SHARES AT TEN CENTS (\$.10) EACH

ARTICLE IV - INITIAL REGISTERED AGENT AND ADDRESS

The name and address of the initial registered agent is:

Eric Seiler
7300 Camino Real, Suite 207
Boca Raton, FL 33433

ARTICLE V - INCORPORATOR(S)

The name(s) and street address(es) of the incorporator(s) to these Articles of Incorporation:

Eric Seiler
7300 Camino Real, Suite 207
Boca Raton, FL 33433

The undersigned has(have) executed these Articles of Incorporation
this 20th day of SEPT., 1996.

Eric Seiler
Eric Seiler

ARTICLE VI - PURPOSES

Business Purpose: Sale of securities and investments to the general public.

CERTIFICATE OF DESIGNATION
REGISTERED AGENT/REGISTERED OFFICE


Pursuant to the provisions of section 607.0501, Florida Statutes, the undersigned corporation, organized under the laws of the State of Florida, submits the following statement in designating the registered office/registered agent, in the State of Florida.

1. The name of the Corporation is:

E. Seiler & Associates, Inc.

The registered agent and office is:

Eric Seiler
7300 Camino Real, Suite 207
Boca Raton, FL 33433


Eric Seiler

9-20-96
Date

HAVING BEEN NAMED AS REGISTERED AGENT AND TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY ACCEPT THE APPOINTMENT AS REGISTERED AGENT AND AGREE TO ACT IN THIS CAPACITY. I FURTHER AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATING TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES, AND I AM FAMILIAR WITH AND ACCEPT THE OBLIGATIONS OF MY POSITIONS AS REGISTERED AGENT.

 9-20-96
Eric Seiler Date

96 SEP 30 PM 12:10
SECRETARY OF STATE
TALLAHASSEE FLORIDA

FILED