

11/15/96

FLORIDA DIVISION OF CORPORATIONS

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FROM: TESCHER, LIPPMAN, VALINSKY & KAIN  
072164000350

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ACCT#:

FAX #:

NAME: CBC, LIMITED

AUDIT NUMBER.....H96000016190

DOC TYPE.....FLORIDA PROFIT CORPORATION OR P.A.

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FLORIDA DEPARTMENT OF STATE  
Sandra B. Mortham  
Secretary of State

November 19, 1996

KIPNIS FISCHER ET AL

SUBJECT: CBC, LIMITED  
REF: W96000024328

We received your electronically transmitted document. However, the document has not been filed and needs the following corrections:

The corporate name must contain a suffix that will clearly indicate that it is a corporation. Such suffixes include: CORPORATION, CORP., COMPANY, CO., INC., and INCORPORATED.

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Terri Buckley  
Corporate Specialist

FAX Aud. #: W96000016190  
Letter Number: 496A00052358

Division of Corporations - P.O. BOX 6327 - Tallahassee, Florida 32314

**ARTICLES OF INCORPORATION**  
**OF**  
**CBC LIMITED, INC.**

The undersigned, a natural person competent to contract, does hereby make, subscribe and file these Articles of Incorporation for the purpose of organizing a corporation under the laws of the State of Florida.

**ARTICLE I**

**CORPORATE NAME**

The name of this Corporation shall be: CBC Limited, Inc.

**ARTICLE II**

**PRINCIPAL OFFICE AND MAILING ADDRESS**

The principal office and mailing address of the Corporation is 3296 Lakeview Boulevard, Delray Beach, Florida 33445.

**ARTICLE III**

**CAPITAL STOCK**

The maximum number of shares that this Corporation shall be authorized to issue and have outstanding at any one time shall be 5,000,000 shares of common stock, \$.0001 par value per share.

**ARTICLE IV**

**REGISTERED AGENT AND**  
**INITIAL REGISTERED OFFICE IN FLORIDA**

The Registered Agent and the street address of the initial Registered Office of this Corporation in the State of Florida shall be:

Fax Audit No. H96000016190 6  
Kipnis Tescher Lippman Valinsky & Kain  
One Financial Plaza, Suite 200  
Ft. Lauderdale, FL 33394  
(954) 467-1964  
Jay Valinsky, Esq. FLA BAR NO. 625019

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

Jay Valinsky  
One Financial Plaza, Suite 2308  
Fort Lauderdale, Florida 33394

**ARTICLE V**  
**INCORPORATOR**

The name and address of the person signing these Articles of Incorporation as the  
Incorporator is:

Jay Valinsky  
One Financial Plaza, Suite 2308  
Fort Lauderdale, Florida 33394

**ARTICLE VI**  
**INDEMNIFICATION**

This Corporation shall indemnify any director, officer, employee or agent of the  
Corporation to the fullest extent permitted by Florida law.

**ARTICLE VII**  
**AFFILIATED TRANSACTIONS**

This Corporation expressly elects not to be governed by Section 607.0901 of the  
Florida Business Corporation Act, as amended from time to time, relating to affiliated  
transactions.

Fax Audit No. H96000016190 6  
Kipula Tescher Lippman Valinsky & Kain  
One Financial Plaza, Suite 2308  
Ft. Lauderdale, FL 33394  
(954) 467-1964  
Jay Valinsky, Esq. FLA BAR NO. 625019

H96000016190 6

ARTICLE VIII

CONTROL SHARE ACQUISITIONS

This Corporation expressly elects not to be governed by Section 607.0902 of the Florida Business Corporation Act, as amended from time to time, relating to control share acquisitions.

INCORPORATOR:

  
JAY VALINSKY

THE UNDERSIGNED, named as the registered agent in Article IV of these Articles of Incorporation, hereby accepts the appointment as such registered agent, and acknowledges that he is familiar with, and accepts the obligations imposed upon registered agents under, the Florida General Corporation Act including specifically Section 607.0505.

REGISTERED AGENT:

  
JAY VALINSKY

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