JACK LEVINE, P.A.
CERTIFIED PUBLIC ACCOUNTANTS

VENTURE BUILDING
16855 NORTHEAST 2ND AVENUE
SUITE 303
NORTH MIAMI BEACH, FLORIDA 33162

TELEPHONE (305) 651-0400
TELEFAX (305) 651-0611

November 13, 1996

P96000094785

Division of Corporation
P.O. Box 6327
Tallahassee, Fl. 32301

Gentlemen:

Enclosed please find the Articles of Incorporation for **AMERICAN PRICE BUSTERS CORP.** along with a check for $122.50.

If you have any questions regarding this new corporation, please feel free to contact me at the above address.

Sincerely,

Jack Levine CPA

Jack Levine, P.A.
Certified Public Accountants

enclosures

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11/20/96

EFFECTIVE DATE
11/13/96

FILED

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ARTICLES OF INCORPORATION

OF

AMERICAN PRICE BUSTER CORP.

The undersigned subscriber who is of legal age and competent to contract, for the purpose of forming a corporation under the laws of the State of Florida, hereby adopts and acknowledges the following Articles of Incorporation for this Corporation:

ARTICLE I

The name of this corporation shall be:

AMERICAN PRICE BUSTER CORP.

The principal address of this corporation shall be:

1300 N.E. MIAMI GARDENS DRIVE
SUITE 204
NORTH MIAMI BEACH, FL. 33179

ARTICLE II

The general nature of the business and the objects and purposes proposed to be transacted and carried on are to do any and all things with any and all powers to the same extent as natural persons might or could do and specifically the corporation may engage in Investments, and financing and any activity or business permitted under the laws of the United States and/or the State of Florida.

ARTICLE III

The capital stock authorized, the par value thereof, and the characteristics of such stock shall be as follows: $1 par value, 500 shares, authorized, unissued and outstanding.

Said stock shall be payable in whole or in part, in cash or other property, tangible or intangible, or in labor or services actually performed for the corporation, at such valuations as may be determined, from time to time, by the Board of Directors of the Corporation.

ARTICLE IV

This corporation shall exist perpetually, unless sooner dissolved according to law, commencing on the date of execution and acknowledgement of these Articles.

ARTICLE V

The street address of the initial registered office of this corporation is **16855 N.E. 2nd AVENUE, STE. 303, NORTH MIAMI BEACH, 33162** and the name of the initial Registered Agent of this corporation at that address is **JACK LEVINE.**

ARTICLE VI

The numbers of Directors of this Corporation shall initially be two (2). The corporation shall be managed by the Board of Directors.

The exact number of Directors may be increased or decreased, from time to time, by the Laws of the Corporation, but at no time shall there be less than two (2) Directors.

The names and street addresses of the initial Directors of the corporation, who shall hold office for the first year or until successors are elected or appointed and have qualified, shall be:

NAME(S):	**ADDRESS(ES):**
YELENA LEHRER	**1300 N.E. MIAMI GARDENS DRIVE #204 NORTH MIAMI BEACH, FL. 33179**
SAUL LEHRER	**1300 N.E. MIAMI GARDENS DRIVE #204 NORTH MIAMI BEACH, FL. 33179**

ARTICLE VII

No contract or other transaction between this corporation and any other corporation, partnership, person, or other entity and no act of any of the directors, officers, or stockholders of this corporation are pecuniarily or otherwise interested therein, or are directors, officers or stockholders thereof. Any director individually, or any firm of which any director may be a member, may be a party to or may be pecuniarily or otherwise interested in any contract or transaction of this corporation, provided that the fact that he or such firm is so interested shall be disclosed or shall have been known to the Board of Directors or a majority thereof, and any director of this corporation who is also a director, an officer or stockholder such other corporation or who is so interested may be counted in determining the existence of a quorum at any meeting of the Board of Directors of this corporation which shall authorize any such contract or transaction with like force and effect as if he were not such director, officer, or stockholder of such other corporation, or not so interested.

ARTICLE VIII

This corporation reserves the right to name, alter, change or repeal any provisions contained in these Articles of Incorporation, or any amendment thereto, in the manner now or hereing prescribed by statute, and any rights conferred upon the stockholders are subject to this reservation.

The private property of the Stockholders shall not be subject to the payment of the corporate debts in any extent whatsoever. The corporation shall have a first lien on the shares of its members, and upon the dividends due them, for any indebtedness of such members to the corporation.

IN WITNESS WHEREOF, the undersigned, being the original Subscriber to the capital stock hereinabove names, for the purpose of forming a corporation to do business both within and without the State of Florida, under the laws of Florida, does make and file these Articles, hereby declaring and certifying that the facts herein stated are true, and agreeing to take the number of shares hereinabove set forth, this 13 day of November, 1996.

NAME

STATE OF FLORIDA)

COUNTY OF DADE)

BEFORE ME, the undersigned authority, personally appeared to me well known to me to be the individual described in, and who executed the foregoing Articles of Incorporation, and acknowledged before me that he executed the same for the purposes therein expressed.

IN WITNESS WHEREOF, I have hereunto affixed my hand and official seal at said county and state, this 13 day of November, 1996.

Jack Levine
MY COMMISSION EXPIRES JANUARY 4, 2000
#CC 505571
Bonded thru Troy Fain Insurance
NOTARY PUBLIC, STATE OF FLORIDA

Notary Public, State of Florida
My Commission Expires:

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

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

FIRST--THAT AMERICAN PRICE BUSTER CORP.,DESIRING TO ORGANIZE OR QUALIFY UNDER THE LAWS OF THE STATE OF FLORIDA, WITH ITS PRINCIPAL PLACE OF BUSINESS IN THE CITY OF NORTH MIAMI BEACH, STATE OF FLORIDA, HAS NAMED JACK LEVINE FROM THE CITY OF NORTH MIAMI BEACH, STATE OF FLORIDA, AS ITS AGENT TO ACCEPT SERVICE OF PROCESS WITHIN FLORIDA.

SIGNATURE [illegible signature]

TITLE Presedent

DATE 11/13/96

HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION, AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY AGREE TO ACT IN THIS CAPACITY, AND I FURTHER AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATIVE TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES.

SIGNATURE Jack Levine

DATE 11/13/96

JACK LEVINE IS THE INCORPORATOR TO THESE ARTICLE OF INCORPORATION AND HIS ADDRESS IS: 16855 N.E. 2ND AVENUE
NORTH MIAMI BEACH, FLORIDA
33162