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120 HAYS ST.  
TALLAHASSEE, FL 32301-2197  
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904-221-3393 FAX

0-34-86

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PRENTICE HALL  
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ACCOUNT NO. : 072100000032

96 DEC 12 PM 3:44

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

REFERENCE : 185829 80556A

AUTHORIZATION :

*Patricia Pizitz*

COST LIMIT : \$ 122.50

ORDER DATE : December 12, 1996

ORDER TIME : 11:03 AM

ORDER NO. : 185829-005

CUSTOMER NO: 80556A

200002027502--8

CUSTOMER: Laura L. Brogan, Esq  
LAURA L. BROGAN, ESQ

Suite 207  
7481 W. Oakland Park Blvd.  
Fort Lauderdale, FL 33319

DOMESTIC FILING

NAME: AMERICAN INTERNATIONAL  
DIVERSIFIED, INC.

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION  
       CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY  
       PLAIN STAMPED COPY  
       CERTIFICATE OF GOOD STANDING

CONTACT PERSON: W. Charles Earnest

EXAMINER'S INITIALS: \_\_\_\_\_

DIVISION OF CORPORATION

96 DEC 12 PM 12:11

RECEIVED

*12-12-96*

ARTICLES OF INCORPORATION  
OF  
AMERICAN INTERNATIONAL DIVERSIFIED, INC.

FILED  
96 DEC 12 PM 3:44  
SECRET  
TALLAHASSEE, FLORIDA

ARTICLE I - NAME

The name and address of this corporation is: AMERICAN INTERNATIONAL DIVERSIFIED, INC., c/o Laura L. Brogan, P.A., 7481 West Oakland Park Boulevard, Suite 207, Fort Lauderdale, FL 33319.

ARTICLE II - DURATION

This corporation shall exist perpetually, commencing on the date of filing of these Articles.

ARTICLE III - PURPOSE

This corporation is organized for the purpose of transacting any or all lawful business.

ARTICLE IV - CAPITAL STOCK

This corporation is authorized to issue 100 hundred (100) shares of one dollar (\$1.00) par value common stock.

ARTICLE V - PRE-EMPTIVE RIGHTS

Every shareholder, upon the sale for cash of any new stock of this corporation of the same kind, class or series as that which he already holds, shall have the right to purchase his pro rata share thereof (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

ARTICLE VI - INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this corporation is 7481 West Oakland Park Boulevard, Suite 207, Fort Lauderdale, FL 33319, and the name of the initial registered agent of this corporation at that address is Laura L. Brogan, P.A.

**ARTICLE VII - INITIAL BOARD OF DIRECTORS**

This corporation shall have one director initially. The number of directors may be either increased (or decreased) from time to time by the By-Laws.

**NAME**

**ADDRESS**

Shawn Jadun

c/o Laura L. Brogan, P.A.  
7481 West Oakland Park Boulevard  
Suite 207  
Fort Lauderdale, FL 33319

**ARTICLE VIII - INCORPORATOR**

**NAME**

**ADDRESS**

Shawn Jadun

c/o Laura L. Brogan, P.A.  
7481 West Oakland Park Boulevard  
Suite 207  
Fort Lauderdale, FL 33319

**ARTICLE IX - SUB-CHAPTER S AND CHAPTER 1244 PROVISIONS**

This corporation and each subscriber hereto shall take whatever action shall be necessary to cause the shares of the corporation issued to qualify as "Section 1244 stock" and, further, this corporation and each subscriber hereto shall take whatever action is necessary to cause the corporation to file an election to become a Subchapter S corporation, as such terms are used and defined in the Internal Revenue Code of 1952, as amended.

**ARTICLE X - AMENDMENT**

This 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 shareholders is subject to this reservation.

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation this 11 day of December, 1996.

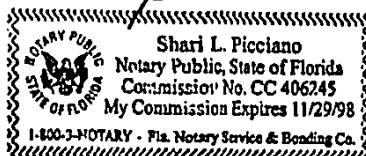
  
INCORPORATOR

STATE OF FLORIDA )  
COUNTY OF BROWARD )

On this 11 day of December, 1996, before me, an officer duly authorized in the State aforesaid and in the County aforesaid to take acknowledgements, personally appeared Shawn Jadun, [ ] to me personally known, [X] who presented driver's license no. J35078056031-0, or [ ] other identification, and who did take an oath, and acknowledged that he executed the foregoing Articles of Incorporation freely and voluntarily.

  
Notary Public

My Commission Expires:



**ACKNOWLEDGMENT BY REGISTERED AGENT**

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

Laura L. Brogan, P.A.  
Registered Agent

By: 

Laura L. Brogan, President