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EMPIRE CORPORATE KIT

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TO: DIVISION OF CORPORATIONS

FAX #: (904)922-4001

FROM: EMPIRE CORPORATE KIT COMPANY
CONTACT: RAY STORMONT
PHONE: (305)541-3694

ACCT#: 072450003255

FAX #: (305)541-3770

NAME: CLEARBROOK PROPERTIES, INC.

AUDIT NUMBER.....H97000000750

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

CERT. OF STATUS..0

PAGES..... 5

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EMPIRE CORPORATE KIT

P.08/11

**ARTICLES OF INCORPORATION
OF**

Clearbrook Properties, Inc.

The Undersigned Incorporator, for the purpose of forming a corporation under the Florida General Corporation Act, hereby adopts the following Articles of Incorporation.

ARTICLE I - CORPORATE NAME

The name of the corporation is:

Clearbrook Properties, Inc.

The address of the corporation is:

10 Fairway Drive
Suite 305
Deerfield Beach, Florida 33441
County of Broward

ARTICLE II - NATURE OF BUSINESS

This corporation is organized for the purpose of engaging in or transacting any or all lawful activities or business permitted under the laws of the United States and the State of Florida.

ARTICLE III - CAPITAL STOCK

This corporation is authorized to issue FIVE HUNDRED (500) shares of ONE DOLLAR (\$1.00) par value Common Stock, which shall be designated "Common Shares".

ARTICLE IV - TERM OF EXISTENCE

This corporation is to exist perpetually.

PREPARED BY:
Gerald K. Burton, Esquire
Gerald K. Burton, P.A.
10 Fairway Drive, Suite 305
Deerfield Beach, Florida 33441
(954) 438-4166
Florida Bar No. 203354

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ARTICLE V - INITIAL REGISTERED OFFICE AND AGENT

The name and address of the Initial Registered Agent is:

Gerald K. Burton
Gerald K. Burton, P.A.
10 Fairway Drive, Suite 305
Deerfield Beach, Florida 33441
County of Broward

ARTICLE VI - INITIAL BOARD OF DIRECTORS

This corporation shall have Two (2) directors initially. The number of directors may be either increased or diminished from time to time by the Bylaws, but shall never be less than one (1). The name(s) and address(es) of director(s) are as follows:

Myer T. Berkowitz
18083 Clearbrook Circle
Boca Raton, Florida 33498

Gerald K. Burton
18051 Clearbrook Circle
Boca Raton, Florida

ARTICLE VII - INCORPORATORS

The name and address of the undersigned incorporator to these Articles of Incorporation is as follows:

Gerald K. Burton
10 Fairway Drive
Suite 305
Deerfield Beach, Florida 33441

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation
this 14th day of January, 1997.

Signature of Incorporator


Gerald K. Burton

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Clearbrook Properties, Inc.

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STATE OF FLORIDA

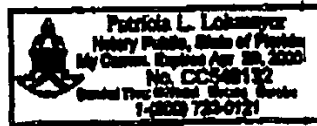
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) SS:
)

COUNTY OF BROWARD

THE FOREGOING instrument was acknowledged and sworn to before me this 14th day of January, 1997, by Gerald K. Burton, Incorporator of Clearbrook Properties, Inc., who is personally known to me.


Notary Public

My Commission Expires:



Clearbrook Properties, Inc.

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**CERTIFICATE DESIGNATING
REGISTERED AGENT/REGISTERED OFFICE**

Pursuant to the provisions of Section 607.325, 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:

Clearbrook Properties, Inc.

2. The name and address of the registered agent and office is:

Gerald K. Burton
Gerald K. Burton, P.A.
10 Fairway Drive, Suite 305
Deerfield Beach, Florida 33441
County of Broward

Signature of Incorporator

Date

January 14, 1997

Gerald K. Burton

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, AND I ACCEPT THE DUTIES AND OBLIGATIONS OF SECTION 607.325 FLORIDA STATUTES.

Signature of Registered Agent

Date

January 14, 1997

Gerald K. Burton

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Clearbrook Properties, Inc.

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