

/10/97

FLORIDA DIVISION OF CORPORATIONS  
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TO: DIVISION OF CORPORATIONS

FROM: EMPIRE CORPORATE KIT COMPANY  
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NAME: P.K.B., INC.  
AUDIT NUMBER.....H97000004111  
DOC TYPE.....FLORIDA PROFIT CORPORATION OR P.A.  
CERT. OF STATUS..0  
CERT. COPIES.....1  
PAGES..... 5  
DEL.METHOD.. FAX  
EST.CHARGE... \$122.50

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③

STATE OF FLORIDA  
ARTICLES OF INCORPORATION  
OF  
P.K.B., INC.

H97000004 111

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FIRST: THE CORPORATE NAME THAT SATISFIES THE REQUIREMENTS OF  
SECTION 607.0401 IS, P.K.B., INC.

SECOND: THE ADDRESS OF THE PRINCIPAL OFFICE, IF KNOWN, AND  
THE MAILING ADDRESS OF THE CORPORATION IS : 1499 WEST PALMETTO  
PARK ROAD, SUITE 204, BOCA RATON, FL. 33486.

THIRD: THE NUMBER OF SHARES THE CORPORATION IS AUTHORIZED  
TO ISSUE IS: 30,000 COMMON @ \$ 1.00 PAR VALUE

\*FOURTH: (a) IF THE SHARES ARE TO BE DIVIDED INTO CLASSES, THE  
DESIGNATION OF EACH CLASS IS:

N/A \_\_\_\_\_  
\_\_\_\_\_  
\_\_\_\_\_

(b) STATEMENT OF THE PREFERENCES, LIMITATIONS AND  
RELATIVE RIGHTS IN RESPECT OF THE SHARES OF EACH CLASS:

<u>CLASS</u>	<u>PREFERENCES</u>	<u>LIMITATIONS</u>	<u>RELATIVE RIGHTS</u>
<u>N/A</u>	_____	_____	_____
_____	_____	_____	_____
_____	_____	_____	_____

\*FIFTH(a) IF THE CORPORATION IS TO ISSUE THE SHARES OF ANY  
PREFERRED OR SPECIAL CLASS IN SERIES, THE DESIGNATION OF EACH  
SERIES IS:

N/A \_\_\_\_\_  
\_\_\_\_\_

(\* If the circumstances do not apply, then type "Not Applicable" or "N/A".)

Walter A. Bajak, Esq.  
20300-8 N.E. 3rd Ct.  
N. Miami Beach., FL 33139  
(305) 661-9711  
FBN. 0005935

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(b) STATEMENT OF VARIATIONS IN THE RELATIVE RIGHTS AND PREFERENCES AS BETWEEN SERIES INsofar AS THE SAME ARE TO BE FIXED IN THE ARTICLES OF INCORPORATION:

<u>SERIES</u>	<u>RELATIVE RIGHTS</u>	<u>PREFERENCES</u>
<u>N/A</u>	<u></u>	<u></u>
<u></u>	<u></u>	<u></u>

(c) STATEMENT OF ANY AUTHORITY TO BE VESTED IN THE BOARD OF DIRECTORS TO ESTABLISH SERIES AND FIX AND DETERMINE THE VARIATIONS IN THE RELATIVE RIGHTS AND PREFERENCES BETWEEN SERIES:

N/A

**SIXTH: PROVISIONS GRANTING PREMPTIVE RIGHTS ARE:**

The shareholders shall, upon the issue or sale of shares of stock of any class (whether now or hereafter authorized), have the right during such period of time and on such conditions as the board of directors shall prescribe, to subscribe to and purchase such shares in proportion to their respective holdings of stock, at such price or prices as the board of directors may from time to time fix and as permitted by law.

**SEVENTH: PROVISIONS FOR THE REGULATION OF THE INTERNAL AFFAIRS OF THE CORPORATION ARE:**

N/A

**EIGHT: THE STREET ADDRESS OF THE INITIAL REGISTERED OFFICE OF THE CORPORATION IS:**

1499 West Palmetto Park Road  
Suite 204  
Boca Raton, Fl. 33486

**\*NINTH: THE NUMBER OF DIRECTORS CONSTITUTING THE INITIAL BOARD OF DIRECTORS IS ONE(1) AND THE NAMES AND ADDRESSES OF THE PERSONS WHO ARE TO SERVE AS DIRECTORS UNTIL THE FIRST ANNUAL MEETING OF SHAREHOLDERS OR UNTIL THEIR SUCCESSORS ARE ELECTED AND QUALIFIED ARE:**

<u>NAME</u>	<u>ADDRESS</u>
HERBERT BERSON	1499 West Pаметto Park Rd Suite 204 Boca Raton, Fl. 33486

(\*OPTIONAL)

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TENTH: THE NAME AND ADDRESS OF EACH INCORPORATOR IS:

NAME

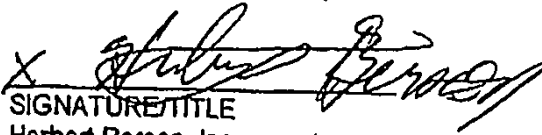
ADDRESS

Herbert Berson

1499 West Palmetto Park Road  
Suite 204  
Boca Raton, Fl. 33486

THE UNDERSIGNED HAS(HAVE) EXECUTED THESE ARTICLES OF  
INCORPORATION

THIS 6 DAY OF March, 1997

X   
SIGNATURE/TITLE  
Herbert Berson Incorporator

SIGNATURE/TITLE

SIGNATURE/TITLE

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**CERTIFICATE OF DESIGNATION  
REGISTERED AGENT/REGISTERED OFFICE**

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

That P.K.B., INC., desiring to organize  
(Name of Corporation)  
under the laws of the State of Florida with its principal office as indicated in the articles of incorporation, has named Herbert Berson, 1499 West Palmetto Park Rd. Ste 204  
(Name of Registered Agent)  
located at BOCA RATON, County of PALM BEACH  
(City) (County)  
State of Florida, as its agent to accept service of process within this state.

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 POSITION AS REGISTERED AGENT.

Signature: X

*Herbert Berson*  
Registered Agent  
HERBERT BERSON

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