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CORPORATIONS

FAX #: (850)922-4001

FROM: EMPIRE CORPORATE KIT COMPANY
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NAME: SHUBITZ & ROSEBLOOM CONSULTANTS, P.A.

AUDIT NUMBER.....H97000018633

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

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FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

November 10, 1997

PIRE

SUBJECT: SHUBITZ & ROSENBLUM CONSULTANTS, P.A.
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We received your electronically transmitted document. However, the document has not been filed. Please make the following corrections and fax the complete document, including the electronic filing cover sheet.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION
OF

SHUBITZ & ROSENBLUM CONSULTANTS, P.A.

The undersigned incorporator(s), for the purpose of forming a Professional Service Corporation under Chapter 621 of the Florida Statutes, hereby adopt(s) the following Articles of Incorporation.

ARTICLE I NAME

The name of the corporation shall be:

SHUBITZ & ROSENBLUM CONSULTANTS, P.A.

ARTICLE II PRINCIPAL OFFICE

The principal place of business and mailing address of this corporation shall be: 11428 SW 109TH ROAD
MIAMI, FL. 33176

ARTICLE III PURPOSE

The purpose of this corporation shall be:

ACCOUNTING SERVICES AND FINANCIAL CONSULTING

ARTICLE IV CAPITAL STOCK

The number of shares of stock that this corporation is authorized to have outstanding at any one time is: 7,500 shares having an individual par value of \$1.00

RAY STORMONT
EMPIRE CORPORATE KIT COMPANY
1492 West Flagler Street #200
Miami, Florida 33135
(305) 541-3684

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ARTICLE V INITIAL REGISTERED AGENT AND ADDRESS

The name and address of the initial registered agent is:

PAUL M. KADE

9300 SOUTH DADELAND BLVD.
DADELAND TOWERS NORTH SUITE# 408
MIAMI, FL. 33156-2719

ARTICLE VI BOARD OF DIRECTOR(S)

The name and address of the initial board of directors shall be:

HOWARD ROSENBLOOM

7901 SW 147 COURT
MIAMI, FL. 33193

LEONARD SHUBITZ

7303 SW 144 AVENUE
MIAMI, FL. 33183

ARTICLE VII OFFICER(S)

The name, title and address of the officers of this corporation shall be:

HOWARD ROSENBLOOM
PRESIDENT

7901 SW 147 COURT
MIAMI, FL. 33193

LEONARD SHUBITZ
SEC./TREAS.

7303 SW 144 AVENUE
MIAMI, FL. 33183

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ARTICLE VIII INCORPORATOR(S)

The name and address of the incorporator(s) to these Articles of
Incorporation shall be: EMPIRE CORPORATE KIT OF AMERICA, INC.
1492 WEST FLAGLER STREET SUITE 200
MIAMI FLORIDA 33135

The undersigned has(have) executed these Articles of Incorporation
this 10TH day of NOVEMBER, 1996.

Ray C. Stormont
Incorporator
RAY C. STORMONT/PRESIDENT
SIGNING FOR
EMPIRE CORPORATE KIT OF AMERICA, INC.

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CERTIFICATE OF DESIGNATION
REGISTERED AGENT/REGISTERED OFFICE

HAVING BEEN NAMED AS REGISTERED AGENT AND TO ACCEPT SERVICE OF
 PROCESS FOR THE ABOVE STATED CORPORATION AT THE PLACE DESIGNATED IN
 THE ARTICLES OF INCORPORATION, 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.


 REGISTERED AGENT

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 SECRETARY OF STATE
 TALLAHASSEE, FLORIDA

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