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TO: DIVISION OF CORPORATIONS

FAX #: (850)922-4001

FROM: EMPIRE CORPORATE KIT COMPANY
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NAME: ANGLERS OFFICE PARK, INC.

AUDIT NUMBER.....H97000019155

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

CERT. OF STATUS..0

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STATE OF FLORIDA
TALLAHASSEE, FLORIDA

me 11/18/97



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

November 18, 1997

EMPIRE

SUBJECT: ANGLERS OFFICE PARK, INC.
REF: W97000025988

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FAX Aud. #: E97000019155
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ARTICLES OF INCORPORATION

OF

ANGLERS OFFICE PARK, INC.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE I

Name of Corporation

The name of this corporation is ANGLERS OFFICE PARK, INC.

ARTICLE II

Corporate Existence

This corporation shall have perpetual existence.

ARTICLE III

Purpose of Business

The purpose of this corporation is to engage in the transaction of any and all business permitted under the laws of the United States of America and of the State of Florida.

ARTICLE IV

Principal Office

The address of the initial principal office of this corporation is 2860 Pershing Street,
Hollywood, Florida 33020.

Prepared by:

Lawrence Bieler, Esq.
FBN:349852
Two S. Biscayne Blvd., #3250
Miami, Florida 33131
(305) 374-5888

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ARTICLE V

Registered Office

The address of the initial registered office of the corporation is Two S. Biscayne Boulevard, Suite 3250, Miami, Florida 33131.

ARTICLE VI

Registered Agent

The initial registered agent of the corporation for accepting service of process pursuant to applicable Florida Statutes, shall be:

Lawrence Bieler, Esq.
Two S. Biscayne Boulevard, Suite 3250
Miami, Florida 33131

ARTICLE VII

Directors

This corporation shall have not less than one director. The name and address of the initial directors of this corporation is:

Marvin Mandel
2860 Pershing Street
Hollywood, Florida 33020

Arthur Bieler
2860 Pershing Street
Hollywood, Florida 33020

Bernard Bieler
2860 Pershing Street

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Hollywood, Florida 33020

Moses Hersman
2860 Pershing Street
Hollywood, Florida 33020

The number of directors of this corporation may be set from time to time by resolution adopted by a majority vote of the outstanding common shares.

ARTICLE VIII

Capital Stock

The maximum number of shares of stock in this corporation which it is authorized to have outstanding at any one time is Ten Thousand (10,000) shares of Common Stock at One & 00/100 (\$1.00) Dollars par value. Each stockholder shall be entitled to one (1) vote for each share of stock owned.

ARTICLE IX

Incorporator

The name and address of the incorporator is as follows:

Marvin Mandel
2860 Pershing Street
Hollywood, Florida 33020

ARTICLE X

Directors' Liabilities and Rights

No contract, act or transaction of this corporation with any person or persons, firm or

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other corporations, in the absence of fraud or wrongdoing, shall be affected or invalidated by the fact that any director of this corporation is a party to or interested in such contract, act or transaction, or in any way connected with such person, persons, firm or corporation, and each and every person who may become a director of this corporation is hereby relieved from any liability that might otherwise exist from thus contracting with this corporation for the benefit of himself or any other firm, association or corporation in which he may anywise be interested. Any director of this corporation may vote upon any contract or other transaction between the corporation and any subsidiary or controlled company without regard to the fact that he is also a director of such subsidiary or controlled company.

ARTICLE XI

Amendment

These Articles of Incorporation may be amended, changed, altered or repealed only by majority vote of the outstanding common shares.

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


MARVIN MANDEL, Incorporator

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STATE OF FLORIDA)
) SS
 COUNTY OF BROWARD)

BEFORE ME, the undersigned authority, this day personally appeared MARVIN MANDEL, personally known to me to be the person described in and who executed the foregoing Articles of Incorporation and who acknowledged before me that same was executed for the uses and purposes therein expressed.

WITNESS my hand and official seal this 14 day of November, 1997.

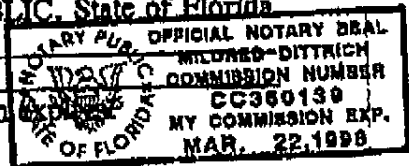
Mildred Dittrich

NOTARY PUBLIC, State of Florida

Name: _____

Commission #: _____

My commission expires _____



REGISTERED AGENT ACKNOWLEDGEMENT

Having been named Registered Agent for the above named corporation, at the Registered Office designated in this certificate, I hereby acknowledge that I am familiar with and accept the obligations of that position and agree to comply with all legal requirements relative thereto.

[Signature]
 LAWRENCE BUELER
 Registered Agent

Two S. Biscayne Blvd., #3250
 Miami, Florida 33131

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