CAPITAL CONNECTION, INC.

417 E. Virginia Street, Suite I • Tallahassee, Florida 32302 (850) 224-8870 • 1-800-342-8062 • Fax (850) 222-1222

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SECRETARY OF STATE DIVISION OF CORPORATIONS

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OFIR Investment

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ARTICLES OF INCORPORATION

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DIVISION OF CORPORATIONS

OF

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OFIR INVESTMENT PARTNERS, INC.

The undersigned incorporator, for purposes of forming a corporation under the Florida Business Corporation Act, hereby adopts the following Articles of Incorporation:

FIRST: The name of the Corporation is OFIR INVESTMENT PARTNERS,

INC. (the "Corporation").

SECOND: The street address of the initial principal office and mailing address of

the Corporation is 100 Bayview Drive, Apartment 1724, North Miami

Beach, Florida 33180.

THIRD: The Corporation is authorized to issue 10,000 shares of common stock,

par value \$.01 per share.

FOURTH: The street address of the initial registered office of the Corporation is:

Miami Center, 201 South Biscayne Boulevard, Suite 3000, Miami, Florida 33131 and the registered agent at that address is: B & C

Corporate Services, Inc.

FIFTH: The name and address of the incorporator of the Corporation is: Alan S.

Lederman, Broad and Cassel, Miami Center, 201 South Biscayne

Boulevard, Suite 3000, Miami, Florida 33131.

SIXTH: The Corporation is organized for the purpose of transacting any and all

lawful activities or business for which corporations may be formed under

Chapter 607 of the Florida Statutes.

SEVENTH: The Corporation shall have two directors initially and the number of

directors may be increased or diminished from time to time as provided in the Bylaws but shall never be less than one. The names and addresses

of the initial directors of the Corporation are:

PREPARED BY: Alan S. Lederman Florida Bar Number 253944 Broad and Cassel Miami Center, Suite 3000 201 South Biscayne Boulevard Miami, Florida 33131 Fred Raitan 100 Bayview Drive, Apartment 1724 North Miami Beach, Florida 33180

Pascale Raitan 100 Bayview Drive, Apartment 1724 North Miami Beach, Florida 33180

EIGHTH: The corporate existence of the Corporation shall commence on November 27, 1997.

NINTH: The Corporation shall indemnify any director or officer to the fullest extent permitted by Florida Law.

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation this <u>27</u> day of November, 1997.

Alan S. Lederman, Incorporator

ACCEPTANCE OF APPOINTMENT

OF

SECRETARY OF STATE DIVISION OF CORPORATIONS

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REGISTERED AGENT

I hereby accept the appointment as registered agent contained in the foregoing Articles of Incorporation and state that I am familiar with and accept the obligations of Section 607.0505 of the Florida Business Corporation Act.

B & C CORPORATE SERVICES, INC.

Linda C. Frazier, Vice President