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TO: DIVISION OF CORPORATIONS

FAX #: (850)922-4001

FROM: EMPIRE CORPORATE KIT COMPANY
CONTACT: RAY STORMONT
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NAME: BERRICK ENTERPRISES, INC.

AUDIT NUMBER.....H98000000360

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

CERT. OF STATUS..0

PAGES..... 5

CERT. COPIES.....1

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ARTICLES OF INCORPORATION
OF
Berrick Enterprises, Inc.

The undersigned, acting as incorporator of Berrick Enterprises, Inc. under the Florida Business Corporation Act, adopts the following articles of incorporation.

ARTICLE I - NAME

The name of the corporation is: Berrick Enterprises, Inc.

ARTICLE II - ADDRESS

The mailing address of the corporation is:

P.O. Box 840009
Hollywood, FL 33084

ARTICLE III - COMMENCEMENT OF EXISTENCE

The existence of the corporation will commence on the date of filing these articles of incorporation.

ARTICLE IV - PURPOSE

The corporation is organized for the purpose of transacting any and all lawful business for which corporations may be incorporated in accordance with applicable Florida statutes. The purpose of this corporation is to render in and all services pertaining to Berrick Enterprises, Inc.

TRAGER, BERNSTEIN & ASSOCIATES
CERTIFIED PUBLIC ACCOUNTANTS
1000 NORTH HIATUS ROAD, STE. 110
PEMBROKE PINES, FL 33028
(954) 436-4747

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ARTICLE V - AUTHORIZED SHARES

The maximum number of shares that the corporation is authorized to have outstanding at any time is 1000 shares of common stock having a par value of \$1.00 per share.

ARTICLE VI - INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of the corporation is 1000 North Hiatus Road, Pembroke Pines, FL 33026 and the name of the corporation's initial registered agent at that address is Ross Trager.

ARTICLE VII - INITIAL BOARD OF DIRECTORS

The corporation shall have one director initially. The number of directors may either be increased or diminished from time to time, as provided in the bylaws, but never be less than one. The name and address of the initial director is:

NAME:
PAUL A. BERRICK

ADDRESS:
1000 N. Hiatus Road, Suite 110
Pembroke Pines, Florida 33026

ARTICLE VIII - INCORPORATOR

The name and address of the incorporator is:

NAME:

Ross Trager

ADDRESS:

1000 North Hiatus Road, Suite 110
Pembroke Pines, Fl. 33026

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ARTICLE IX - BYLAWS

The power to adopt, alter, amend or repeal bylaws shall be vested in the board of directors and the shareholders, except that the board of directors may not amend or repeal any bylaw adopted by the shareholders specifically providing that the bylaw is not subject to amendment or repeal by the directors.

ARTICLE X - AMENDMENTS

The corporation reserves the right to amend, alter, change, or repeal any provision in these articles of incorporation in the manner described by law, and all rights conferred on shareholders are subject to this reservation.

The undersigned incorporator, for the purpose of forming a corporation under the laws of the State of Florida, has executed these articles of incorporation this 31st day of December 1997.


Incorporator

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STATE OF FLORIDA)
 SS:
COUNTY OF BROWARD)

Before me, a notary public authorized to take
acknowledgement in the state and county set forth above,
personally appeared Ross Trager known to me and known by me
to be the person who executed the foregoing articles of
incorporation, and he acknowledged before me that he
executed the articles of incorporation.

In witness whereof, I have hereunto set my hand and seal in
the state and county aforesaid this 31st day of December
1997.



Notary Public
Brian J. Dismore
MY COMMISSION # 06321105 EXPIRES
December 25, 1999
BONDED THROUGH TFC INSURANCE, INC.

ACKNOWLEDGEMENT:

Having been named to accept service of process for
corporation named above, at the place designated in this
certificate, I agree to act in that capacity, to comply with
the provision of the Florida Business Corporation Act, and
am familiar with, accept, the obligations of that position.

Ross Trager

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