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NAME: ACE INVESTMENT CORPORATION AUDIT NUMBER.....H98000002972 DOC  
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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**ARTICLES OF INCORPORATION  
OF**

ACE INVESTMENT GROUP, INC.

*The undersigned, acting as the Incorporator of a corporation under the Florida General Corporation Act, adopts the following Articles of Incorporation for such corporation:*

**ARTICLE I**

The name of this corporation shall be is ACE INVESTMENT GROUP, INC.

**ARTICLE II**

The initial principal office and mailing address of this corporation shall 1110 Linden Street, Hollywood, Florida 33019. The Board of Directors may from time to time designate such other address and place for the principal office of this corporation as it may see fit. The name of the initial Registered Agent is: Marci A. Rubin, Attorney at Law, P.A. whose business address is located at 1500 N.W. 62 Street, Suite 404, Fort Lauderdale, Florida 33309.

**ARTICLE III**

This corporation shall have perpetual existence unless dissolved according to law.

**ARTICLE IV**

The general nature of the business and the objects and purposes proposed to be transacted and carried on are to do any and all things herein mentioned as fully and to the same extent as natural persons might or could do, viz:

(a) To carry on general business in the property and investment acquisition industry within the United States.

(b) To borrow and raise monies for any of the purposes of the corporation and to generally make and perform contracts of any kind or description for the purpose of attaining any of

PREPARED BY:  
MARCI A. RUBIN, P.A.  
1500 N.W. 62 Street, Suite 404  
Ft. Lauderdale, Fl. 33309  
954-267-0445 BAR #0990647

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the objects of the corporation.

(c) To do, transact and perform any and all forms of business and activities that can legally be performed and transacted in the State of Florida, the United States of America and any other country in the world.

#### ARTICLE V

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is TEN THOUSAND (10,000) shares of common stock. Said shares of common stock having a par value of One and 00/100 Dollar (\$1.00) each. The shares shall be issued and sold for such consideration as may be fixed by the Board of Directors hereof in accordance with the By-Laws of the corporation as the corporation may, from time to time, make; and all of said shares shall be paid for either in cash, property, labor or services, it being recognized that property, labor or services may be purchased or paid for with the capital stock of the corporation at a just valuation.

#### ARTICLE VI

The amount of capital with which this corporation shall begin business shall not be less than One Hundred and 00/100 Dollars (\$100.00).

#### ARTICLE VII

The name and street address of the incorporators to these articles of incorporation is: Audrey and Carl Eisdorfer, 1110 Linden Street, Hollywood, Florida 33019 and Marci Rubin, 1500 N.W. 62 Street, Suite 404, Fort Lauderdale, Florida 33309.

#### ARTICLE VIII

The corporation shall maintain a Board of Directors. The number of directors may be increased or decreased from time to time by and through the BY LAWS, but the number of directors shall never be less than one. The Power to adopt, alter, amend or repeal By-Laws shall be vested in the Board of Directors and the Stockholders.

The corporation shall have two directors initially. The first Board shall be comprised of the following members:

This form was prepared by: Marci A. Rubin, Attorney at Law, P.A., 1500 N.W. 62 Street, Suite 404, Ft. Lauderdale, Florida 33309  
(954) 267-0445 Ext 101 Facsimile (954) 267-9413 BAR# 0990647

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Audrey Eisdorfer, 1110 Linden Street, Hollywood, Florida 33019  
Carl Eisdorfer, 1110 Linden Street, Hollywood, Florida 33019

**ARTICLE IX**

The names, positions and post office addresses of the Officers of the corporation are as follows:

*Vice-President:* Audrey Eisdorfer, 1110 Linden Street, Hollywood, Florida 33019

*President, Secretary and Treasurer:* Carl Eisdorfer, 1110 Linden Street, Hollywood, Florida 33019

*The corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment hereto and any right conferred upon the shareholder(s) are subject to this reservation.*

IN WITNESS WHEREOF, the undersigned Incorporator, being the same person named in Article VII above, and in evidence of his desire to form this corporation, does hereto subscribe his or her name, this 12th day of February, 1998.

BY: MARCI A. RUBIN  
SIGNATURE OF INCORPORATOR  
MARCI A. RUBIN  
PRINT NAME

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**DESIGNATION AND ACCEPTANCE OF REGISTERED AGENT**  
**FOR**  
**ACE INVESTMENT CORPORATION**

Pursuant to the provisions of F.S. 607.0501, Aventura Design Center, Inc., a corporation herein organized under the laws of the State of Florida, submits the following statement in designating the registered office/agent in the State of Florida.

1. The name of the corporation is ACE INVESTMENT GROUP, INC.
2. The name of the registered agent is Marci A. Rubin, Attorney at Law, P.A.
3. The office address of the registered agent is 1500 N.W. 62 Street, Suite 404, Ft. Lauderdale, Florida 33309.

***ACCEPTANCE***

Having been named as registered agent and designated to accept service of process for the above corporation, 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.

Signed and accepted this 12th day of February, 1998.

BY: Marci A. Rubin, Esq.  
**MARCI A. RUBIN, ESQ., President**  
**Marci A. Rubin, Attorney at Law, P.A.**