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STATE OF FLORIDA
DIVISION OF CORPORATIONS
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NAME: PAULNIK CORP.
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ARTICLES OF INCORPORATION
OF
PAULNIK CORP.

FILED
98 FEB 23 PM 3: 01
SECRETARY OF STATE,
TALLAHASSEE, FLORIDA

The undersigned subscribers to these Articles of Incorporation, natural persons competent to contract, hereby form a corporation under the laws of the State of Florida.

ARTICLE I. NAME

The name of the corporation is PAULNIK CORP.

ARTICLE II. PURPOSE

The corporation may engage in any activity or business permitted under the laws of the United States of America and the State of Florida under Chapter 607 of the Florida Statutes.

ARTICLE III. STOCK

The maximum number of shares of common stock outstanding at any one time shall be 500 shares, all of one class, with nominal or par value of \$1.00 per share.

ARTICLE IV. DURATION

The corporation shall have a perpetual existence.

Prepared By:
Andrew S. Rubin, Esquire
18425 N.W. 2nd Avenue #305
Miami, Florida 33169
Florida Bar No. 298336

(305) 651-4100

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ARTICLE V. PRINCIPAL OFFICE

The principal place of business of the corporation shall be:

238 Minorca Avenue
Coral Gables, Florida 33134

with the privilege of having branch offices at any other place.

ARTICLE VI. REGISTERED AGENT

The registered agent for service upon this corporation shall be Andrew S. Rubin.

ARTICLE VII. SERVICE

The registered office address for service upon this corporation shall be:

18425 N.W. 2nd Avenue, Suite 305
Miami, Florida 33169

ARTICLE VIII. DIRECTORS

The number of directors of this corporation shall not exceed 3 individuals, and the names and post office addresses of the persons who shall constitute the first Board of Directors are as follows:

Paulette Bethel
238 Minorca Avenue
Coral Gables, Florida 33134

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ARTICLE IX. SUBSCRIBER

The names and post office addresses of the subscriber of the certificate of incorporation is as follows:

Andrew S. Rubin
18425 N.W. 2nd Avenue, Suite 305
Miami, Florida 33169

ARTICLE X. INTERLOCKING DIRECTORS

No contract or other transaction between this corporation and any other corporation shall be affected or invalidated by the fact that any one or more of the directors of this corporation is or are interested in or are directors or officers of such other corporation.

IN WITNESS WHEREOF, the undersigned incorporator of this corporation has executed these Articles of Incorporation at Miami, Florida on February 23, 1998.


Andrew S. Rubin

In compliance with Section 48.091, Florida Statutes, the following is submitted:

PAULNIK CORP., desiring to organize or qualify under the laws of the State of Florida, with its principal place of business at the City of Coral Gables, Florida, has named Andrew S. Rubin, 18425

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N.W. 2nd Avenue, Suite 305, Miami, Florida 33169 as its agent to accept service of process within the State of Florida.

2-23-98
Date

Andrew S. Rubin
Andrew S. Rubin

Having been named to accept service of process for the above stated corporation at the place designated in this certificate, I hereby agree to act in this capacity, and I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties.

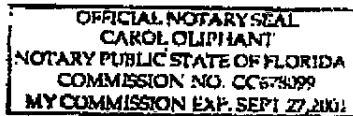
2-23-98
Date

Andrew S. Rubin
Andrew S. Rubin

STATE OF FLORIDA)
) ss:
COUNTY OF DADE)

On this 23rd day of February, 1998, before me personally appeared Andrew S. Rubin, as incorporator and registered agent of PAULNIK CORP., having subscribed to these Articles of Incorporation who is known to me and did take an oath.

Carol Oliphant
Notary Public State of Florida



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