00032173 UCC FILING & SEARCH SERVICES, INC. 526 East Park Avenue Tallahassee, FL 32301 FOR PICKUP BY (850) 681-6528 ING & SEARCH

UCC SERVICES

OFFICE USE ONLY (Document #)

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700002451527---03/10/98--01009--004 *****70.00 *****70.00 CORPORATION NAME(S) AND DOCUMENT NUMBER(S) (if known): Walk In Pick Up Time Certified Copy Certificate of Staffs Mail Out Certificate of Good Standing Will Wait RUSH ARTICLES ONLY Photocopy ALL CHARTER DOCS AMENDMENTS NEW FILINGS D Profit Amendment Certificate of FICT FIOUS Resignation of R.A. Officer/Director NonProfit NÄME Limited Liability Change of Registered Agent Dissolution/Withdrawal Domestication FICTITIOUS NAMESEAR Other Merger CORP SEARCH REGISTRATION/QUALIFICATION OTHER FILINGS Annual Report Foreign Limited Partnership Fictitious Name Reinstatement Name Reservation Trademark Óther Ordered By: Date:

ARTICLES OF INCORPORATION

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Janis Brahms & Associates, Inc.

The undersigned hereby forms a corporation for profit under Chapter 607 of the laws of the State of Florida.

ARTICLE I. NAME

The name of the corporation shall be:

Janis Brahms & Associates, Inc.

The address of the principal office of this corporation shall be c/o Rozencwaig & Roth-Cortina, One Southeast 3rd Avenue, Suite 960, Miami, Florida 33131, and the mailing address of the corporation shall be the same.

ARTICLE II. NATURE OF BUSINESS

This corporation may engage or transact in any or all lawful activities or business permitted under the laws of the United States, the State of Florida or any other state, country, territory, or nation.

ARTICLE III. CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is 100 shares of common stock at \$1.00 par value.

ARTICLE IV. REGISTERED AGENT

The street address of the initial registered office of this corporation shall be, 1500 San Remo-Avenue, Suite 125, Coral Gables, FL 33146, and the name of the registered agent of the corporation at that address is Atrium Registered Agents, Inc.

ARTICLE V. TERM OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE VI. OFFICERS AND DIRECTORS

The name and address of the initial Officer(s) and Director is:

Janis Brahms c/o One S.E. Third Ave., Suite 960 Miami, FL 33131 President/Secretary/Treasurer Director

ARTICLE VII. INCORPORATOR

The name and street address of the incorporator to these Articles of Incorporation is:

UCC Filing & Search Services, Inc. 526 East Park Avenue
Tallahassee, Florida 32301

IN WITNESS WHEREOF, the undersigned agent of UCC Filing & Search Services, Inc., has hereunto set her hand and seal of UCC Filing & Search Services, Inc., on March 9, 1998.

UCC Filing & Search Services, Inc.

Its Agent Betty I

ARTICLE VIII. DESIGNATION REGISTERED AGENT

ACCEPTANCE OF REGISTERED AGENT DESIGNATED IN THE ARTICLES OF INCORPORATION

LESLIE ALAN ROZENCWAIG, ESQ., an individual residing in this state, having a business office identical with the registered office of the corporation named below, and having been designated as the Registered Agent in the above and foregoing Articles of Incorporation of:

Janis Brahms & Associates, Inc.

is familiar with and accepts the obligations of the position of Registered Agent under Section 607.0505, Florida Statutes.

Bv:

LESLIE ALAN ROZENCWAIG, ESÕ

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SECRETARY OF STATE