LAW OFFICES

NEIMARK & NADEL

PROFESSIONAL ASSOCIATION

SUITE 420 800 CORPORATE DRIVE FORT LAUDERDALE, FLORIDA 33334

TELEPHONE (954) 493-8000

April 8, 1998

400002489654 -04/15/98--01064--002 ******70.00 *****70.00

Secretary of State Division of Corporations 409 East Gaines Street Tallahassee, FL 32399

> Miriam L. Blum & Associates, Inc. Re:

Dear Sir or Madam:

Enclosed is an original and one copy of the Articles of Incorporation for the abovereferenced corporation. Also enclosed is our check in the amount of \$70.00 to cover the charges for filing fees and registered agent.

Please return a true copy of the Articles of Incorporation showing that they have been received and filed. We have enclosed a self-addressed, stamped envelope for your convenience in returning same.

Thank you for your cooperation.

Very truly yours,

NEIMARK & NADEL, P.A.

CAN:dp **Enclosures**

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ARTICLES OF INCORPORATION

OF



MIRIAM L. BLUM & ASSOCIATES, INC.

I, the undersigned, a natural person competent to contract, do hereby make, subscribe and file these Articles of Incorporation for the purpose of organizing a corporation under the laws of the State of Florida.

ARTICLE I

NAME OF CORPORATION

The name of this Corporation shall be: MIRIAM L. BLUM & ASSOCIATES, INC.

ARTICLE II

GENERAL NATURE OF BUSINESS

The general nature of the business to be transacted by this Corporation shall be to engage in any and all lawful business permitted under the laws of the United States and the State of Florida.

ARTICLE III

CAPITAL STOCK

The total authorized capital stock of this Corporation is 1,000 shares of Common Stock, par value \$.01 per share.

ARTICLE IV

TERM OF EXISTENCE

The Corporation shall exist perpetually.

ARTICLE V

ADDRESS OF PRINCIPAL OFFICE IN THIS STATE

The initial street address of the principal office of this Corporation in the State of Florida is 4747 N. Ocean Drive, Suite 241, Sea Ranch Lakes, FL 33308. The Board of Directors may from time to time move the principal office to another address in Florida.

ARTICLE VI

NUMBER OF DIRECTORS

This Corporation shall have not less than one (1) Director.

ARTICLE VII

INCORPORATOR

The name and street address of the Incorporator of these articles is:

MIRIAM L. BLUM 4747 N. Ocean Drive, Ste. 241 Sea Ranch Lakes, FL 33308

ARTICLE VIII

INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this Corporation is: 4747 N. Ocean Drive, Suite 241, Sea Ranch Lakes, FL 33308, and the name of the initial registered agent of the Corporation at that address is MIRIAM L. BLUM.

ARTICLE IX

COMMENCEMENT OF CORPORATE EXISTENCE

Pursuant to Section 607.0203, Florida Statutes, this Corporation shall commence its corporate existence upon filing.

STATE OF FLORIDA COUNTY OF BROWARD

I HEREBY CERTIFY that on this / day of April, 1998, before me, a Notary Public duly authorized in the State and County named above to take acknowledgments, personally appeared MIRIAM L. BLUM, to me known to be the person described as incorporator in and who executed the foregoing Articles of Incorporation and who swore and acknowledged that he executed the foregoing Articles of Incorporation for the purposes therein set forth.

WITNESS my hand and official seal.

Print, stamp or type as commissioned

Personally known to me, or □ Produced Identification:

(type of identification)

DEBRA L. PRESTIPINO Notary Public, State of Florida My Comm. expires Dec. 4, 1999 No. CC 515607

Bonded Thru Official Matary Serbice (900) 723-0121

CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE SERVICE OF PROCESS WITHIN THIS STATE, NAMING AGENT UPON WHOM PROCESS MAY BE SERVED

Pursuant to Section 48.091 and 607.0501, Florida Statutes, the following is submitted:

That MIRIAM L. BLUM & ASSOCIATES, INC., desiring to organize under the laws of the State of Florida, with its Registered Office as indicated in the Articles of Incorporation at 4747 N. Ocean Drive, Suite 241, Sea Ranch Lakes, FL 33308 and MIRIAM L. BLUM, as its Registered Agent to accept service of process within this state.

ACKNOWLEDGMENT

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.

MIRIAM L. BLUM, REGISTERED AGENT

STATE OF FLORIDA COUNTY OF BROWARD

Public duly authorized in the State and County named above to take acknowledgments, personally appeared MIRIAM L. BLUM, to me known to be the person described as Registered Agent in and who executed the foregoing Articles of Incorporation and who swore and acknowledged that she executed the foregoing Articles of Incorporation for the purposes therein set forth.

WITNESS my hand and official seal.

DEBRA L. PRESTIPINO Notary Public, State of Florida My Comm. expires Dec. 4, 1999 No. CC 515607 Bonded Tiru Official Makery Service

Print, stamp or type as commissioned

Personally known to me, or

□ Produced Identification:

(type of identification)

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