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LAW OFFICES
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1100 E. THIRD AVENUE
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May 12, 1998

Corporate Records Bureau
Division of Corporations
Department of State
P.O. Box 6327
Tallahassee, Florida 32301

200002523212--3
-05/14/98-01046-004
****122.50 ****122.50

Re: S & K Financial, Inc.

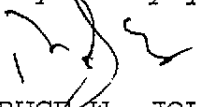
Dear Sir or Madam:

Enclosed are the original and one copy of the Articles of Incorporation and Certificate of Registered Agent for the above-referenced corporation together with our check in the amount of \$122.50 which represents the charter tax, filing fee, registered agent fee and fee for a certified copy of the Articles.

If these meet with your approval, kindly return the certified copy of the Articles to our office.

Thank you for your cooperation.

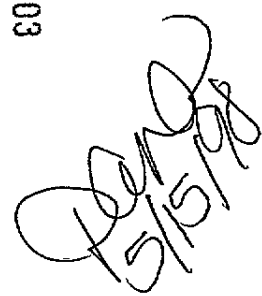
Very truly yours,


BRUCE W. JOLLY

BWJ:sa

Enclosures

FILED
98 MAY 14 PM 2:03
SECRETARY OF STATE
TALLAHASSEE FLORIDA



ARTICLES OF INCORPORATION
OF
S & K FINANCIAL, INC.

FILED
98 MAY 14 PM 2:03
SECRETARY OF STATE
TALLAHASSEE FLORIDA

ARTICLE I

CORPORATE NAME

The name of this Corporation is S & K FINANCIAL, INC.

ARTICLE II

DURATION

This Corporation shall have perpetual existence, and shall commence on the date of the execution and acknowledgment of these Articles of Incorporation.

ARTICLE III

PURPOSE

This Corporation is organized for the purpose of transacting any or all lawful business.

ARTICLE IV

CAPITAL STOCK

This Corporation is authorized to issue One Hundred (100) shares of One Dollar (\$1.00) par value common stock, which shall be designated "Common Shares".

ARTICLE V

PREEMPTIVE RIGHTS

Every shareholder, upon the sale for cash of any new stock of this Corporation of the same kind, class or series as that which he already holds, shall have the right to purchase his pro rata share

thereof (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

ARTICLE VI

INITIAL BOARD OF DIRECTORS

This Corporation shall have two (2) Directors initially. The number of Directors may be either increased or diminished from time to time by the By-Laws, but shall never be less than one (1). The name and address of the initial Directors of this corporation are:

Mary Schiano	361 N.W. 108th Avenue Plantation, Florida 33324
Jacqueline Kovacs	9428 N.W. 39th Street Sunrise, Florida 33351

ARTICLE VII

PRINCIPAL OFFICE

The principal address of this corporation is 2801 North State Road No. 7, Hollywood, Florida 33021.

ARTICLE VIII

INCORPORATION

The name and address of the person signing these Articles of Incorporation is:

BRUCE W. JOLLY, ESQUIRE	1322 S.E. Third Avenue Ft. Lauderdale, Florida 33316
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ARTICLE IX

ACTION BY DIRECTORS WITHOUT A MEETING

The Directors of this Corporation may take action by written consent as provided by law.

ARTICLE X

INDEMNIFICATION

The Corporation shall indemnify any Officer or Director, or any former Officer or Director, to the full extent permitted by law.

ARTICLE XI

AMENDMENT

This Corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment thereto, and any right conferred upon the shareholders is subject to this reservation.

ARTICLE XII

**INITIAL REGISTERED AGENT
INITIAL REGISTERED OFFICE**

The Corporation's Initial Registered Agent and Initial Registered Office in the State of Florida are:

BRUCE W. JOLLY, ESQUIRE 1322 S.E. Third Avenue
Ft. Lauderdale, Florida 33316

ACKNOWLEDGMENT AND CONSENT OF REGISTERED AGENT

Having been named Initial Registered Agent to accept service of process on the Corporation at the Initial Registered Office designated in these Articles of Incorporation, I hereby accept such status, consent to act in this capacity, state that I am familiar with and accept the obligations provided for in Section 607.0501,

Florida Statutes, and agree to comply with all requirements of law pertaining thereto.

DATED this 12th day of May, 1998.



BRUCE W. JOLLY
Registered Agent/Incorporator

STATE OF FLORIDA)
) ss.
COUNTY OF BROWARD)

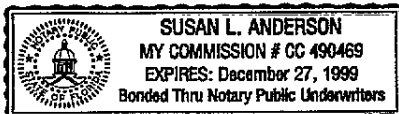
BEFORE ME, the undersigned authority, this day personally appeared BRUCE W. JOLLY, to me well known or produced identification, and known to me to be the person described in and who executed the foregoing instrument, and he acknowledged to and before me that he executed said instrument for the purposes therein expressed.

WITNESS my hand and official seal at Fort Lauderdale, said County and State, this 12th day of May, 1998.



NOTARY PUBLIC

My commission expires:



FILED
98 MAY 14 PM 2:03
TALLAHASSEE FLORIDA
SECRETARY OF STATE