May 31, 1998

Deborah L. Golin 8306 Mills Drive, #193 Miami, FL 33183 100002552021--3 -06/08/38--01149--014 ****122.00 ****122.00

Department of State Division of Incorporation 409 E. Gaines St. Tallahassee, FL 32399

To Whom It May Concern:

Please find enclosed a check for \$122.00 for the fees to incorporate Golin - Rosa & Associates, Inc.

If you have any questions, please do not hesitate to call me at (305) 596-7602.

Thank you,

Deborah L. Golin Registered Agent

DIVISION OF CORPORATIONS

98 JUN -8 AM 9: 25

Articles of Incorporation of Golin – Rosa & Associates, Inc.

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

Article I - Corporate Name

The name of the corporation is:

Golin - Rosa & Associates, Inc.

Article II - Duration

This corporation shall exist perpetually unless dissolved according to Florida law.

Article III - Purpose

The corporation is organized for the purpose of engaging in any activities or business permitted under the laws of the United States and the State of Florida

Article IV - Capital Stock

The corporation is authorized to issue one-thousand shares (1000) of one-dollar (\$1.00) par value Common Stock, which shall be designated "Common Shares."

Article V - Initial Registered Office and Agent

The street address of the Initial Registered Agent office and the name of the Initial Registered Agent at that office are:

Deborah L. Golin 8306 Mills Drive, #193 Miami, FL 33183

The principal office, if known, or the mailing address of the corporation is:

8306 Mills Drive, #193 Miami, FL 33183

Article VI - Initial Board of Directors

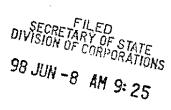
This corporation shall have two (2) directors initially. The number of directors may be either increased or diminished from time to time by the by-laws, but shall never be less than one (1). The names and addresses of the initial directors of the corporation are as follows:

Gary D. Golin 8306 Mills Drive, #193 Miami, FL 33183

Eugene M. Rosa 2744 Summerdale Drive, N Clearwater, FL 34621

Article VII - Incorporator

Deborah L. Golin 8306 Mills Drive, #193 Miami, FL 33183 (305) 596-7602



I hereby am familiar with and accept the duties and responsibilities as registered agent for said corporation.

Deborah L. Golin - Registered Agent

I, the undersigned incorporator, execute these articles on May 31, 1998.

Deborah L. Golin - Incorporator