

P98000079481

MEMORANDUM TO:

FLORIDA DEPARTMENT OF STATE  
New Filings Section

Division of Corporations  
Post Office Box 6327  
Tallahassee, Florida 32314

SUBJECT:

ARTICLES OF INCORPORATION

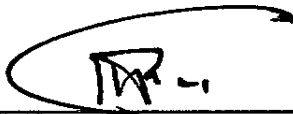
AUERBACH INTERNATIONAL GROUP  
INCORPORATED.

Disposition:

700002635457--4  
-09/09/98--01064--001  
\*\*\*\*122.50 \*\*\*\*122.50

1. Enclosed are [3] Originals of the Articles of Incorporation for Auerbach International Group, Incorporated.
2. Please note that request is made for certification.
3. A check in the amount of 1250 is also enclosed. If there is need for any additional charges to be incurred, please contact the writer at the address indicated below.

Respectfully submitted this 8th day of September, 1998 by and through the undersigned incorporator.



Garrison S. Stevens  
Incorporator

AUERBACH INTERNATIONAL GROUP, INC.

5728 MAJOR BOULEVARD  
STE 200  
ORLANDO, FL 32819

Voice: [407].903.1949  
Facsimile: [407].903.1940

APPROVED  
AND  
FILED  
98 SEP -9 AM 10:44  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**ARTICLES OF INCORPORATION  
AUERBACH INTERNATIONAL GROUP  
INCORPORATED**

**Article I**

**The name of the corporation is:**

**Auerbach International Group, Incorporated**

**Article II**

**The registered office in the State of Florida is to be located at 5728 Major Boulevard, Suite 200, Orlando, Florida 32819. It is located in the County of Orange, Florida.**

**Article III**

**The Registered Agent for the Corporation is G. Saddington Stevens, 5728 Major Boulevard, Ste 200, Orlando, Florida 32819. He accepts the responsibilities as outlined in the Florida Statutes.**

**Article IV**

**The purpose of this corporation is to engage in any lawful act or activity for which the corporation may be organized under the Laws of the State of Florida.**

**Article V**

**The corporation shall have the authority to issue [2] classes of stock immediately. The classification and par value of each of the specific shares of stock shall be as follows:**

**100,000 Shares of Common Stock with a par value of \$1.00 per share. It is designated as Class A Stock.**

**100,000 Shares of Preferred Stock with a par value of \$1.00 per share. It is designated as Class B Preferred Stock. Said preferred stock shall be issued from time to time in one or more classes or series with such dividend rates, voting rights, rights of conversion, rights upon dissolution or liquidation, preferences and relative participation, optional or special rights or qualifications, limitations or restrictions thereof, as shall be determined by resolution adopted by the Board of Directors at the time such stock is issued.**

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## Article VI

The names and addresses of each of the individuals who have initiated this incorporation are as follows:

<u>Name:</u>	<u>Address</u>
Garrison S. Stevens, CEO, S/T/D	5728 Major Blvd. Ste 200 Orlando, Florida 32819
J. Gordon Blau, D	5728 Major Blvd. Ste 200
Thomas F. Harden, D	5728 Major Blvd. Ste 200

### Certification of Registered Agent

I, Garrison Saddington Stevens do acknowledge and certify that I am familiar with the duties and responsibilities of the Registered Agent for the Corporation with the State of Florida as defined by its Statutes, and, accordingly will execute this duty until relieved or replaced by and through the authority of the Board of Directors.

Signed this 1<sup>st</sup> Day of September, 1998 by and through its undersigned Registered Agent and Incorporator.

  
\_\_\_\_\_  
Registered Agent and Incorporator

AUERBACH INTERNATIONAL GROUP, INCORPORATED

By: Garrison Saddington Stevens

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TALLAHASSEE, FLORIDA

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