0001033

THE UNITED STATES CORPORATION

wha.

ACCOUNT NO. : 072100000032

REFERENCE: 059825 9542A

AUTHORIZATION : •

COST LIMIT :

ORDER DATE: December 10, 1998

ORDER TIME : 10:54 AM

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ORDER NO. : 059825-005

CUSTOMER NO: 9542A

CUSTOMER: Ms. Lee Spataro

MICHAEL FEINSTEIN, ESQ MICHAEL FEINSTEIN, ESO

Suite 700

888 East Las Olas Boulevard Fort Lauderdale, FL 33301

BERGER ENTERPRISES, INC.

EFFECTIVE DATE: 010199

CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

EFFECTIVE DATE.

BLACK B _ CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Janice Vanderslice

EXAMINER'S INITIALS:

OIO199

DIVISION OF CORPORATIONS

98 DEC 10 AM 10: 35

ARTICLES OF INCORPORATION

OF

BERGER ENTERPRISES, INC.

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

ARTICLE I. NAME

The name of the corporation shall be:

BERGER ENTERPRISES, INC.

The address of the principal office of this corporation shall be 621 Overlook Drive, Stuart, Florida 34994, 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 1000 shares of common stock having no par value per share.

ARTICLE IV. REGISTERED AGENT

The street address of the initial registered office of the corporation shall be Suite 700, 888 East Las Olas Boulevard, Fort Lauderdale, Florida 33301, and the name of the initial registered agent of the corporation at that address is Michael L. Feinstein.

ARTICLE V. TERM OF EXISTENCE

This corporation is to exist perpetually. The effective date of this corporation shall be January 1, 1999

ARTICLE VI. DIRECTORS

All corporate powers shall be exercised by or under the authority of, and the business and affairs of the corporation managed under the direction of its Board of Directors, subject to any limitation set forth in these Articles of Incorporation. This corporation shall have two Directors, initially. The names and addresses of the initial members of the Board of Directors are:

Cheryl Berger 621 Overlook Drive Dir. Stuart, Florida 34994

Michael Berger Same Dir.

ARTICLE VII. OFFICERS

The name and addresses of the initial officers of the corporation who shall hold office for the first year of the corporation, or until their successors are elected or appointed are:

Cheryl Berger Pres.

621 Overlook Drive Stuart, Florida 34994

Michael Berger Vice Pres.

Same

ARTICLE VIII. SPECIAL PROVISION

This corporation shall be organized to comply with the provisions of Subchapter S of the Internal Revenue code, 26 U.S.C. 1361 et. seq., and shall take all actions necessary to obtain and maintain its status as an S corporation as defined therein.

ARTICLE IX. INCORPORATOR

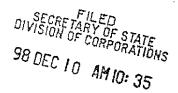
The name and street address of the incorporator to these Articles of Incorporation:

Corporation Service Company 1201 Hays Street Tallahassee, Florida 32301 IN WITNESS WHEREOF, the undersigned agent of Corporation Service Company, has hereunto set their hand and seal of Corporation Service Company on December 10, 1998.

CORPORATION SERVICE COMPANY

Its Incorporator, Karen B. Rozar

jsv



ACCEPTANCE OF REGISTERED AGENT DESIGNATED IN THE ARTICLES OF INCORPORATION

MICHAEL L. FEINSTEIN, 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

Berger Enterprises, Inc.

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

Michael L. Feinstein