

Division of Corporations

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Florida Department of State

Division of Corporations

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FLORIDA PROFIT CORPORATION OR P.A.

Cathy Brooks & Associates, Inc.

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ARTICLES OF INCORPORATION
OF
CATHY BROOKS & ASSOCIATES, INC.
A FLORIDA CORPORATION

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TALLAHASSEE, FLORIDA

The undersigned, acting as Incorporator of CATHY BROOKS & ASSOCIATES, INC., a Florida corporation (the "Corporation") under the Florida Business Corporation Act, Chapter 607 of the Florida Statutes, hereby adopts the following Articles of Incorporation for such Corporation:

ARTICLE I

NAME

The name of the Corporation is CATHY BROOKS & ASSOCIATES, INC. and the street address of the initial principal office of the Corporation is c/o Alan Lips, Gerson Preston & Company, 666 71st Street, Miami Beach, Florida 33141.

ARTICLE II

PURPOSE

The Corporation is organized for the purpose of transacting any and all lawful business for which corporations may be incorporated under the laws of the State of Florida.

ARTICLE III

CAPITAL STOCK

The Corporation is authorized to issue Ten Thousand (10,000) shares of One Dollar (\$1.00) par value Common Stock.

PREPARED BY: Donna Miller Brooks, Esquire
English, McCaughan & O'Bryan, P.A.
100 Northeast Third Avenue, Suite 1100
Fort Lauderdale, Florida 33301
(954) 462-3300
Florida Bar No. 788669

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ARTICLE IVINITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of the Corporation is Gerson Preston & Company, 666 71st Street, Miami Beach, Florida 33141, and the name of the initial Registered Agent of the Corporation at that address is Alan Lips.

ARTICLE VINITIAL BOARD OF DIRECTORS

The Corporation shall initially have one Director to hold office until the first Annual Meeting of Shareholders and her successor shall have been duly elected and qualified, or until her earlier resignation, removal from office or death. The name and address of the initial Director of the Corporation is:

NameAddress

Cathy Brooks

2890 California Street
Apt. 606
San Francisco, CA 95115ARTICLE VIINCORPORATOR

The name and address of the Incorporator of the Corporation is:

NameAddress

Donna Miller Brooks, Esquire

100 Northeast Third Avenue
Suite 1100
Fort Lauderdale, FL 33301

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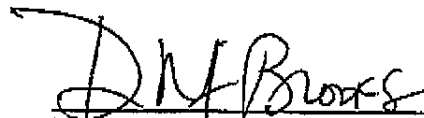
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IN WITNESS WHEREOF, the undersigned Incorporator has executed these Articles of Incorporation this 18th day of December, 1998.

A handwritten signature in cursive script, appearing to read "DM Brooks", is written over a horizontal line.

DONNA MILLER BROOKS, Incorporator

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ACCEPTANCE OF DESIGNATION AS REGISTERED AGENT

Having been named as Registered Agent to accept service of process for CATHY BROOKS & ASSOCIATES, INC. at the place designated in the foregoing Articles of Incorporation, I hereby accept the appointment as Registered Agent and agree to act in this capacity. I further agree to comply with the provisions of the Florida Business Corporation Act relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as Registered Agent.

Dated: 12/21/98By: 

ALAN LIPS, Initial Registered Agent

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