RUNGS, INC. TERESA ROMAN (Requestor's Name) 2805 LITTLE DEAL ROAD (Address) TALLAHASSEE, FLORIDA 32308 385-6735 OFFICE USE ONLY

700002719847---\$
-12/22/98--01086--013
*****78.75 ******78.75

CORPORATION NAME(S) & DOCUMENT NUMBER(S) (if known):

1. CHANTIES (Corporat	tion Name) (Document #)	
3 (Corporat	tion Name) (Document #) TO SE	
	Will wait Photocopy Certificate of Status AMENDMENTS Certified Copy Certificate of Status AMENDMENTS	
+ Profit	Amendment	
NonProfit	Resignation of R.A., Officer/Director	
Limited Liability	Change of Registered Agent	
Domestication	Dissolution/Withdrawal	
Other	Merger /	
OTHER FILINGS	REGISTRATION/ QUALIFICATION	
Annual Report	Foreign	
Fictitious Name	Limited Partnership	
Name Reservation	Reinstatement	
	Trademark	
CR2E031(10/92)	Other Examiner's Initials	

ARTICLES OF INCORPORATION

OF

CHARITIES UNLIMITED OF SOUTH FLORIDA,

98 DEC 22 PM 3: 35
SECRETARY OF STATE
TALLAHASSEE FLESTIDA

The undersigned, for the purposes of forming a corporation under the Florida Corporation

Act, hereby adopts the following Articles of Incorporation:

ARTICLE ONE - NAME AND PRINCIPAL OFFICE

The name of the corporation and its principal office address and mailing address is:

CHARITIES UNLIMITED OF SOUTH

FLORIDA, INC.

, 1915 NE 45th Street, Suite 210, Fort Lauderdale,

FL 33308

ARTICLE TWO - TERM

The term of the existence of the corporation is perpetual.

ARTICLE THREE - PURPOSE

The purpose for which the corporation is organized is to transact any and all lawful business for which corporations may be incorporated under the Florida General Corporation Act.

ARTICLE FOUR - CAPITAL STOCK

The aggregate number of shares which the corporation has authority to issue is Ten Thousand (10,000), all of which will be common shares with par value of One Dollar (\$1.00). The capital stock may be paid for in cash or other property, labor and services actually performed at a just valuation to be fixed by the Board of Directors.

ARTICLE FIVE - PRE-EMPTIVE RIGHTS

Every shareholder, upon the sale for cash of any new stock of this corporation, shall have the right to purchase his prorata share thereof (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

ARTICLE SIX - INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of the corporation is 1915 NE 45th Street,

Suite 210, Fort Lauderdale, FL 33308, and the name of the registered agent at said address is Julius

H. Browner, Esq.

ARTICLE SEVEN - INITIAL BOARD OF DIRECTORS

This corporation shall have four (4) directors initially to hold office until the first annual meeting of the stockholders and their successors shall have been duly elected and qualified, or until their earlier resignation, removal from office or death, with the exact number of directors to be specified by the shareholders from time to time in accordance with the By-Laws of the Corporation unless the shareholders shall, by a majority vote, determine that the corporation be managed by the shareholders. The name and address of the initial directors of the corporation are:

NAME: ADDRESS:

EUGENE BORTNICK 6623 Pleasant Lake Court

West Bloomfield, MI 48013

NORMAN TAROCKOFF 22683 Chatsford Circuit

Southfield, MI 48034

GEORGE FINK, JR. 2243 Ennishore

Novi, MI 48375

SALVATORE URSO

745 Vernier Grosse Points Woods, MI 48236

ARTICLE EIGHT-INCORPORATOR

The name and address of the incorporator is:

NAME:

ADDRESS:

JULIUS H. BROWNER, ESQ.

1915 NE 45th Street, Suite 210 Fort Lauderdale, FL 33308

ARTICLE NINE-INDEMNIFICATION

The Corporation shall indemnify any officer or director, and any former officer or director, to the full extent permitted by law.

ARTICLE TEN - AMENDMENT

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

The foregoing instrument was acknowledged before me this _____ day of December, 1998, by Julius H.Browner, who is personally known to me and who did take an oath.

The state of the s

Notary Public, State of Plorida manual

Shelley Finkel

Shelley Finkel

Notary Public, State of Florida

Commission No. CC 576852

OF FLOR

My Commission Exp. 08/13/2000

1-800-3-NOTARY - Fla. Notary Service & Bonding Co.

3

CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE SERVICE OF PROCESS WITHIN THIS STATE, NAMING REGISTERED AGENT UPON WHOM PROCESS MAY BE SERVED

In compliance with Section 607.0501, Florida Statues, the following is submitted in compliance with said statute:

That CHARITIES UNLIMITED OF SOUTH FLORIDA, desiring to organize under the Laws INC. of the State of Florida, with its registered office, as indicated in the Articles of Incorporation, at the City of Fort Lauderdale, County of Broward, State of Florida, has named Julius H. Browner, Esq. located at 1915 NE 45th Street, Suite 210, Fort Lauderdale, FL 33308, as its registered agent to accept service of process within this State.

ACKNOWLEDGEMENT:

Having been named to accept service of process for the above-stated Corporation, at the place designated in this certificate, I hereby agree to act in this capacity, and agreed to comply with the provision of all statues relative to the proper and complete performance of my duties and Cam familiar with and accept the obligations of my position as registered agent.

Dated this _____ day of December, 1998.

Julius H. Browner, Registered Agent