

099000002583



ACCOUNT NO. : 072100000032

REFERENCE : 093457 7173794

AUTHORIZATION : *Patricia Pujant*

COST LIMIT : \$ 70.00

ORDER DATE : January 8, 1999

ORDER TIME : 3:41 PM

ORDER NO. : 093457-005

CUSTOMER NO: 7173794

800002735968-8

CUSTOMER: Mr. Thomas J. Marone  
MR. THOMAS J. MARONE  
MR. THOMAS J. MARONE  
650 West Avenue, Suite 1406  
Miami, FL 33139

RECEIVED

99 JAN -8 PM 4:41

DIVISION OF CORPORATIONS

DOMESTIC FILING

NAME: LYNBROOK FINANCIAL MANAGEMENT CORP.

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION  
       CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

       CERTIFIED COPY  
XX PLAIN STAMPED COPY  
       CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Janna Wilson

EXAMINER'S INITIALS:

*JW*  
*1/11/99*

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
99 JAN -8 AM 10:01

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
99 JAN -8 AM 10: 01

ARTICLES OF INCORPORATION  
OF  
LYNBROOK FINANCIAL MANAGEMENT CORP.

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:

LYNBROOK FINANCIAL MANAGEMENT CORP.

The address of the principal office of this corporation shall be 650 West Avenue, Suite 1406, Miami, Florida 33139, 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 2,000 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 1201 Hays Street, Tallahassee, Florida 32301, and the name of the initial registered agent of the corporation at that address is Corporation Service Company.

ARTICLE V. TERM OF EXISTENCE

This corporation is to exist perpetually.

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 one Director, initially. The names and addresses of the initial members of the Board of Directors are:

Thomas J. Marone

650 West Avenue, Suite 1406  
Miami Beach, FL 33139

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS

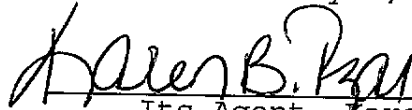
99 JAN -8 AM 10:01

ARTICLE VII. INCORPORATOR

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

The Company Corporation  
1013 Centre Road  
Wilmington, Delaware 19805

The undersigned incorporator has executed these Articles of Incorporation on January 8, 1999.

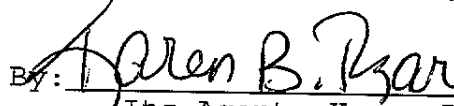


Its Agent, Karen B. Rozar

ACCEPTANCE OF REGISTERED AGENT DESIGNATED  
IN ARTICLES OF INCORPORATION

Corporation Service Company, a Delaware corporation authorized to transact business in this State, having a business office identical with the registered office of the corporation named above, and having been designated as the Registered Agent in the above and foregoing Articles, is familiar with and accepts the obligations of the position of Registered Agent under Section 607.0505, Florida Statutes.

By:



Its Agent, Karen B. Rozar  
Authorized Service Representative  
Corporation Service Company

TAP/JANNA WILSON