

(City, State, Zip)

CR2E031(10/92)

(Phone #)

500002748635--1
own): -01/21/99--01002--006 CORPORATION NAME(S) & DOCUMENT NUMBER(S) (if known): *****70.00 *****70.00 (Document #) (Corporation Name) (Document #) (Corporation Name) (Document #) (Corporation Name) (Document #) Walk in Pick up time Certified Copy Mail out Will wait Photocopy Certificate of Status **NEW FILINGS 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 Examiner's Initials Other

ARTICLES OF INCORPORATION OF MIDDLE RIVER GROUP, INC.

I, the undersigned, being of legal age and a natural person, do hereby subscribed to, acknowledge and file the following Articles of Incorporation for the purpose of creating a corporation under the laws of the State of Florida.

ARTICLE I - NAME

The name of this Corporation shall be

MIDDLE RIVER GROUP, INC.

ARTICLE II- NATURE OF BUSINESS

The Corporation may engage in any activity or business permitted under the laws of the United States and of this state.

ARTICLE III - CAPITAL STOCK

This maximum number of shares of stock that this corporation is authorized to have outstanding at any time is ONE THOUSAND (1,000) shares of common stock, each share having the par value of \$1.00.

ARTICLE IV - INITIAL CAPITAL

The amount of the capital with which this corporation shall begin is FIVE HUNDRED (\$500.00) DOLLARS.

ARTICLE V - TERM OF EXISTENCE

This corporation shall have perpetual existence.

ARTICLE VI - ADDRESS

The mailing address and initial street address of the principal office of this corporation is 940 NE 20th Avenue, Ft. Lauderdale, FL 33304.

ARTICLE VII - DIRECTORS

The corporation shall have one (1) Director initially, whose name and address is:

SCOTT SHAFFER 752 Sand Creek Circle Weston, FL 33327

ARTICLE VIII - REGISTERED AGENT

The Registered Agent for this Corporation shall be DAVID J. SCHOTTENFELD, 7520 NW 5th Street # 203, Plantation, FL 33317.

ARTICLE IX - SUBSCRIBER

The name and street address of the subscriber to these Articles of Incorporation are as follows:

David J. Schottenfeld 7520 NW 5th Street # 203 Plantation, FL. 33317 IN WITNESS WHEREOF, I have hereunto set my hand and seal, acknowledged and filed the foregoing Articles of Incorporation under the laws of the State of Florida, this 19th day of January, 1999.

DAVID J. SCHOTTENFELD

STATE OF FLORIDA

SS:

COUNTY OF BROWARD

BEFORE ME personally appeared DAVID J. SCHOTTENFELD, who is personally known to me, and known to be the person described in and who executed the foregoing Articles of Incorporation or has shown as identification), and acknowledged to and did take an oath before me that he executed said Articles of Incorporation for the purposes therein expressed.

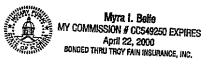
WITNESS my hand and official seal, this 19th day of January, 1999.

Notary Public

Staté of Florida at Large

(Name of Notary)

My Commission Expires:



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

IN PURSUANCE OF Chapter 48.091, Florida Statutes, the following is submitted in compliance with said Act.

FIRST, that MIDDLE RIVER GROUP, INC., desiring to organize under the laws of the State of Florida, with its principal office as indicated in the Articles of Incorporation, at City of Ft. Lauderdale, County of Broward, State of Florida, has named DAVID J. SCHOTTENFELD, whose address is 7520 NW 5th Street, 203, Plantation, FL 33317 as its agent to accept service of process within this state.

<u>ACKNOWLEDGMENT</u>

Having been named to accept service of process for the abovestated corporation, at place designated in this Certificate, I hereby accept to act in this capacity, and agree to comply with the provision of said Act relative to keeping open said office.

DAVID J. SCHOTTENFELD