

Fernandez
Friedman
& Grossman
& Kohn

P99000038375

Attorneys at Law

April 22, 1999

Department of State
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

Dear Sir or Madam:

I am enclosing an original and 3 copies of the Articles of Incorporation of Shpilberg Enterprises, Inc., together with a check in the amount of \$70.00 for the filing fee.

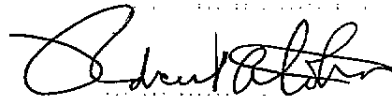
Thank you in advance for your assistance.

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*****70.00 *****70.00

Sincerely yours,

FERNANDEZ FRIEDMAN GROSSMAN & KOHN

By:



ROBERT A. KOHN

RAK/cne
Enclosures

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
99 APR 27 AM 10:27

2400 National City Tower
101 South Fifth Street
Louisville, Kentucky 40202-3103
Phone: 502.589.1001
Fax: 502.589.7333
firm@ffgklaw.com

4-28
WS

ARTICLES OF INCORPORATION

The undersigned incorporator, for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopts the following Articles of Incorporation.

ARTICLE I - NAME

The name of the corporation shall be:

Shpilberg Enterprises, Inc.

ARTICLE II - PRINCIPAL OFFICE

The principal place of business and mailing address of this corporation shall be:

9601 Collins Avenue, Unit 1205
Bal Harbour, Florida 33154

ARTICLE III - SHARES

The number of shares of stock that this corporation is authorized to have outstanding at any one time is:

1,000 shares of no par value common stock

ARTICLE IV - INITIAL REGISTERED AGENT AND STREET ADDRESS

The name and Florida street address of the initial registered agent are:

George Shpilberg
9601 Collins Avenue, Unit 1205, Bal Harbour, Florida 33154

ARTICLE V - INCORPORATOR

The names and addresses of the incorporators to these Articles of Incorporation are:

George Shpilberg and Sarah Shpilberg
9601 Collins Avenue, Unit 1205
Bal Harbour, Florida 33154

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
99 APR 27 AM 10:27




GEORGE SHPILBERG/SARAH SHPILBERG
Incorporators

4/21/99

Date

Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this certificate, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes 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.



GEORGE SHPILBERG, Registered Agent

4/21/99

Date