

Charter Number Only

PROUD 46432

William SEGAL
Director's Name
20801 Biscayne Blvd. #304
Address
N. Miami Beach, FL 33180
City State ZIP Phone

682-1110B

VISION ONLY

400002882154--0
-05/21/99-01027-025
*****78.75 *****78.75

CORPORATION(S) NAME

ARTHUR SAMUELS, INC

FILED
99 MAY 21 PM 1:06
SECRETARY OF STATE
TALLAHASSEE FLORIDA

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|--|--|---|
| <input checked="" type="checkbox"/> Profit | <input type="checkbox"/> Amendment | <input type="checkbox"/> Merger |
| <input type="checkbox"/> NonProfit | | |
| <input type="checkbox"/> Foreign | <input type="checkbox"/> Dissolution | <input type="checkbox"/> Mark |
| <input type="checkbox"/> Limited Partnership | <input type="checkbox"/> Annual Report | <input type="checkbox"/> Other |
| <input type="checkbox"/> Reinstatement | <input type="checkbox"/> Reservation | <input type="checkbox"/> Change of Registered Agent |
| <input checked="" type="checkbox"/> Certified Copy | <input type="checkbox"/> Photo Copies | <input type="checkbox"/> Certificate Under Seal |
| <input type="checkbox"/> Call When Ready | <input type="checkbox"/> Call If Problem | <input type="checkbox"/> After 4:30 |
| <input checked="" type="checkbox"/> Walk In | <input type="checkbox"/> Will Wait | <input checked="" type="checkbox"/> Pick Up |
| | | <input type="checkbox"/> Mail Out |

Name	
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Empire Toll Free: 1-800-432-3028

99 MAY 21 2:10:01
SECRETARY OF STATE
TALLAHASSEE FLORIDA

**ARTICLES OF INCORPORATION
OF
ARTHUR SAMUELS, INC.**

ARTICLE I - CORPORATE NAME

The name of this corporation is:

ARTHUR SAMUELS, INC.

ARTICLE II - PRINCIPAL OFFICE

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

5900 Pennock Point Road
Jupiter, Florida 33458

ARTICLE III - DURATION

The corporation shall have perpetual existence.

ARTICLE IV - PURPOSE

The corporation is organized for the purpose of transacting any and all lawful business for which corporations may be incorporated in accordance with applicable Florida Statutes.

ARTICLE V - CAPITAL STOCK

This corporation is authorized to issue 1000 shares of one class of common stock having a par value of \$1.00 per share.

ARTICLE VI - INITIAL REGISTERED AGENT

The street address of the initial registered office of this corporation is:

5900 Pennock Point Road
Jupiter, Florida 33458

and the name of the initial registered agent of this corporation is: Arthur Samuels

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ARTICLE VII - INITIAL BOARD OF DIRECTORS

This corporation shall have one (1) director. The number of directors may be increased or decreased from time to time as provided for in the By-Laws, but shall never be less than one (1). The name and address of the initial director of this corporation is:

Arthur Samuels
5900 Pennock Point Road
Jupiter, Florida 33458

ARTICLE VIII - INCORPORATORS

The name and address of the person signing the Articles of this corporation is:

Arthur Samuels
5900 Pennock Point Road
Jupiter, Florida 33458

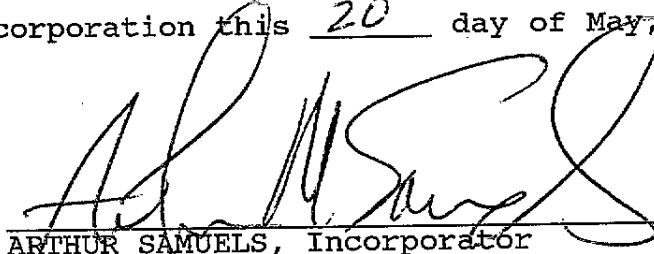
ARTICLES IX - BY-LAWS

The Board of Directors and the shareholders are both vested with the power to adopt, alter, amend or repeal the By-Laws.

ARTICLE X

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

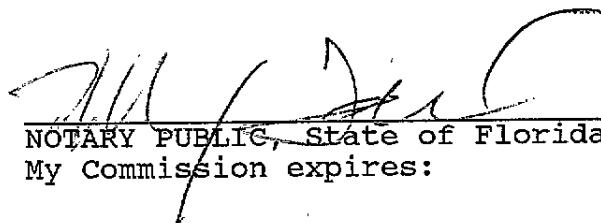
IN WITNESS WHEREOF, the undersigned incorporators have executed these Articles of Incorporation this 20 day of May, 1999.


ARTHUR SAMUELS, Incorporator

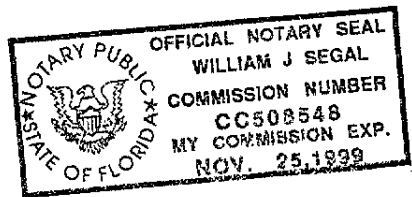
STATE OF FLORIDA)
) SS:
COUNTY OF MIAMI-DADE)

BEFORE ME, personally appeared ARTHUR SAMUELS, [] who is personally known to me, or [] who produced Florida drivers' licenses as identification, to me well known and known to be the person described in and who executed the foregoing instrument, and acknowledged to and before me that she executed said instrument for the purposes therein expressed.

WITNESS my hand and official seal this 27th day of May, 1999.

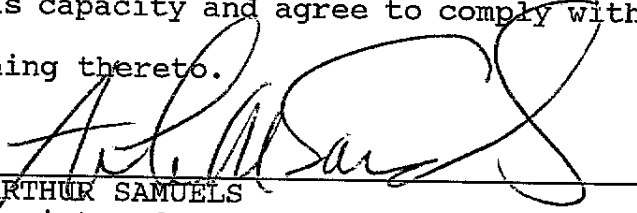


NOTARY PUBLIC, State of Florida
My Commission expires:



ACKNOWLEDGMENT AND CONSENT
OF REGISTERED AGENT

Having been named initial registered agent to accept service of process on the corporation at the initial registered office designated in these Articles of Incorporation, I hereby accept such status and consent to act in this capacity and agree to comply with all requirements of law pertaining thereto.


ARTHUR SAMUELS
Registered Agent

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