

**GERALD WEINBERG, P.C.**  
Attorneys at Law  
90 State Street  
Albany, New York 12207

Gerald Weinberg  
Lawrence A. Kirsch

Telephone (518) 463-2051  
NYS (800) 342-9856  
Facsimile (518) 463-0079

PG90000470/6

MAY 21, 1999

Department of State  
Division of Corporations  
409 East Gaines Street  
Tallahassee, Florida 32399

800002884138-7  
-05/24/99-01102-002  
\*\*\*\*\*70.00 \*\*\*\*\*70.00

Re: SIDF INC.

Dear Sir or Madam:

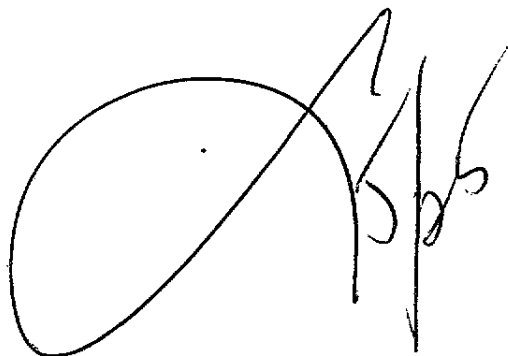
Enclosed please find proposed Certificate of Incorporation of the above entitled corporation. Please file the original and return confirmation of the filing to this office in the prepaid Federal Express envelope enclosed.

Also enclosed please find my firm's check in the amount of \$70.00 as and for the filing fee in connection with the above.

Your prompt attention and consideration are greatly appreciated.

Very truly yours,

Lawrence a. Kirsch  
Lawrence A. Kirsch



99 MAY 24 PM 3:39  
FILED  
SECRETARY OF STATE  
TALLAHASSEE FLORIDA

FILED

99 MAY 24 PM 3:39

SECRETARY OF STATE  
TALLAHASSEE FLORIDA

ARTICLES OF INCORPORATION

SIDF INC.

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

ARTICLE I NAME

The name of the corporation is SIDF INC.

ARTICLE II NATURE OF BUSINESS

This corporation may engage in or transact any or all lawful activities or business permitted under the laws of the United States, the State of Florida, or any other state, county, territory or nation.

ARTICLE III CAPITAL STOCK

The aggregate number of shares of stock and its par value that this corporation is authorized to have outstanding at any one time is: Two Hundred, (200), all of which shall be without par value.

ARTICLE IV TERMS OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE V PRINCIPAL MAILING ADDRESS

The principal mailing address of the corporation shall be:

970 Oyster Court  
Sanibel Island, Florida 33957

ARTICLE VI INCORPORATOR

The name and street address of the incorporator to this articles of incorporation is:

Katherine E. Mitchell  
90 State Street  
Albany, New York 12207

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation this 21st day of May, 1999.

Katherine E. Mitchell  
KATHERINE E. MITCHELL

STATE OF NEW YORK)  
COUNTY OF ALBANY ) SS.:

The foregoing instrument was acknowledged and sworn to me before this 21st day of May, 1999 by the incorporator of SIDF INC.

Lawrence A. Kirsch  
Notary Public  
My Commission Expires:

LAWRENCE A. KIRSCH  
Notary Public, State of New York  
No. 4787475  
Qualified in Albany County 2002  
Commission Expires May 31, 2002

**CERTIFICATE DESIGNATING**  
**REGISTERED AGENT/REGISTERED OFFICE**

Pursuant to the provisions of Section 607.325, Florida Statutes, the undersigned corporation, organized under the laws of the State of Florida, submits the following statement in designating the registered office/registered agent, in the State of Florida.

1. The name of the corporation is: SIDF INC

2. The name and address of the registered agent and office is:

Sidney Finkelstein

970 Oyster Court

(P. O. BOX NOT ACCEPTABLE)

Sanibel Island, Florida 33957

(CITY/STATE/ZIP)

SIGNATURE  Sidney Finkelstein  
(Corporate Officer)

TITLE  CHSO & PRES.

DATE  5/20/99

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 I FURTHER AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATIVE TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES, AND I ACCEPT THE DUTIES AND OBLIGATIONS OF SECTION 607.325 FLORIDA STATUTES.

SIGNATURE  Sidney Finkelstein  
(Registered Agent)

DATE  5/20/99

FILED  
MAY 24 1PM 3:39  
CLERK OF STATE  
TALLAHASSEE  
FLORIDA