



THE UNITED STATES
CORPORATION
COMPANY

P99888050702

ACCOUNT NO. : 072100000032

REFERENCE : 262698 126224A

AUTHORIZATION :

COST LIMIT : \$ 70.00

Patricia Pizut

ORDER DATE : June 3, 1999

ORDER TIME : 5:51 PM

ORDER NO. : 262698-005

500002895445--6

CUSTOMER NO: 126224A

CUSTOMER: Allan M. Glaser, Esq
ALLAN M. GLASER, P.A.
ALLAN M. GLASER, P.A.
Suite 807
11900 Biscayne Boulevard
Miami, FL 33181

DOMESTIC FILING

NAME: DEKUYPER, MACALLAN & KETEL
CAPITAL CORPORATION

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: Tamara Odom

EXAMINER'S INITIALS:

FILED
99 JUN -4 PM 3:46
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

RECEIVED
99 JUN -4 PM 12:59
DEPT. OF REVENUE
TALLAHASSEE, FLORIDA

6-4
W.C.

ARTICLES OF INCORPORATION

OF

DEKUYPER, MACALLAN & KETEL CAPITAL CORPORATION

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:

DEKUYPER, MACALLAN & KETEL CAPITAL CORPORATION

The address of the principal office of this corporation shall be 444 Brickell Avenue, Suite 705, Miami, Florida 33131, 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 300 shares of common stock having \$1.00 par value per share.

FILED
JUN -4 PM 3:16
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE IV. REGISTERED AGENT

The street address of the initial registered office of the corporation shall be Suite 807, 11900 Biscayne Boulevard, Miami, Florida 33181, and the name of the initial registered agent of the corporation at that address is Allan Glaser.

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

| | |
|-------------------------|---|
| Paul Whalen Director | 444 Brickell Avenue, Suite 705 Miami, FL 33131 |
|-------------------------|---|

| | |
|----------------------------|---|
| Henry Rodstein Director | 444 Brickell Avenue, Suite 705 Miami, FL 33131 |
|----------------------------|---|

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|------------------------------|---|
| Richard Schaffer Director | 444 Brickell Avenue, Suite 705 Miami, FL 33131 |
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ARTICLE VII. OFFICERS

The name and addresses of the initial officers of the corporation who shall hold office for the first year of the corporation, or until their successors are elected or appointed are:

| | |
|---|---|
| Paul Whalen President | 444 Brickell Avenue, Suite 705 Miami, FL 33131 |
| Henry Rodstein Vice President, Secretary | 444 Brickell Avenue, Suite 705 Miami, FL 33131 |

ARTICLE VIII. INCORPORATOR

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

Corporation Service Company
1201 Hays Street
Tallahassee, Florida 32301

IN WITNESS WHEREOF, the undersigned agent of Corporation Service Company, has hereunto set their hand and seal of Corporation Service Company on June 3, 1999.

CORPORATION SERVICE COMPANY

By: Laura R. Dunlap
Its Agent, Laura R. Dunlap

FILED
99 JUN -1 PM 3:46
TALLAHASSEE, FLORIDA
SECRETARY OF STATEACCEPTANCE OF REGISTERED AGENT
DESIGNATED IN THE ARTICLES OF INCORPORATION

Allan Glaser, an individual residing in this state, having a business office identical with the registered office of the corporation named below, and having been designated as the Registered Agent in the above and foregoing Articles of Incorporation of:

DEKUYPER, MACALLAN & KETEL CAPITAL CORPORATION

is familiar with and accepts the obligations of the position of Registered Agent under Section 607.0505, Florida Statutes.

By: *Allan Glaser*Typed Name: *Allan Glaser*