

THOMAS A. GERO, C.P.A., P.A.

300 South Pine Island Road • Suite 227
Plantation, Florida 33324
(954) 473-8113 • (800) 540-0973
Fax (954) 473-4683

PP99000068015

July 23, 1999

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

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-07/26/99--01046--007
*****78.75 *****78.75

SUBJECT: Marpic, Inc.

Dear Sir or Madam:

Enclosed are two copies of the articles of incorporation of Marpic, Inc. and a check for \$78.75. Please return a certified copy of the articles and all correspondence concerning this matter to the following:

Thomas A. Gero
300 S. Pine Island Road, Suite 227
Plantation, Florida 33324-2631

If you need any further information, please call me.

Very truly yours,

Thomas A. Gero

Thomas A. Gero, CPA

FILED
99 JUL 26 PM 2:59
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

EFFECTIVE DATE
7-19-99

7-30
12

ARTICLES OF INCORPORATION

OF

MARPIC, INC.

Article 1

CORPORATE NAME

The Name of this Corporation shall be:

MARPIC, INC.

Article II

NATURE OF CORPORATE BUSINESS

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

Article III

CAPITAL STOCK

This corporation is authorized to issue a maximum of 1000 shares of stock. The shares of stock authorized shall be common stock having a par value of \$ 1.00 per share. The consideration to be paid for each share of stock shall be fixed by the Board of Directors.

Prepared by:
Thomas A. Gero
300 S. Pine Island Road
Suite 227
Plantation, FL 33324-2631
954-473-8113

EFFECTIVE DATE
7-19-99

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TALLAHASSEE, FLORIDA

Article IV

INITIAL PRINCIPAL OFFICE AND MAILING ADDRESS

The Corporation's Initial Principal Office and Mailing address in the State of Florida shall be:

Marpic, Inc.
35 NE 40th Street
Miami, Florida 33137

Article V

INITIAL REGISTERED AGENT

The Corporation's initial Registered Agent in the State of Florida shall be:

<u>Name</u>	<u>Address</u>
Thomas A. Gero	300 S. Pine Island Road Suite 227 Plantation, FL 33324-2631

Article VI

BOARD OF DIRECTORS

The number of Directors may be altered from time to time by by-laws adopted by the Shareholders. However, the Corporation shall have no less than one (1) nor more than three (3) Directors at one time.

Article VII

INITIAL DIRECTORS

The name and post office address of each member of the first Board of Directors is:

<u>Name</u>	<u>Address</u>
Mary Klein	2871 Fairgreen Drive, Miami Beach, FL 33140-4312
Mac Klein	2871 Fairgreen Drive, Miami Beach, FL 33140-4312

The members of the first Board of Directors shall hold office until the first organizational meeting of the Shareholders and Directors of the Corporation.

Article VIII

INCORPORATOR

The name and post office address of the Incorporator executing these Articles of

Incorporation is as follows:

Name

Thomas A. Gero

Address

300 S. Pine Island Road
Suite 227
Plantation, FL 33324

Article IX

EFFECTIVE DATE

Corporate existence will commence effective five days prior to the receipt of these

Article by the Secretary of State.

THE UNDERSIGNED INCORPORATOR, for the purpose of forming a corporation to do
business within the State of Florida, do make and file these Articles of Incorporation, hereby
declaring and acknowledging that the facts herein stated are true.

Thomas A. Gero

THOMAS A. GERO
300 S. Pine Island Road
Suite 227
Plantation, FL 33324-2631

STATE OF FLORIDA

COUNTY OF BROWARD

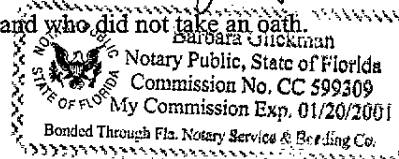
The foregoing instrument was acknowledged before me this 23 day of July, 1999

by THOMAS A. GERO who is personally known to me and who did not take an oath.

NOTARY PUBLIC, STATE OF FLORIDA

Name: *Barbara Glickman*

My commission expires: 1/20/2001



Having been named to accept service of process for the above styled corporation, at the
place designated in the Articles of Incorporation, I hereby accept to act in said capacity, and agree
to comply with the provisions of Florida Statute 48.091.

DATED: 7/23/99

Thomas A. Gero

THOMAS A. GERO, REGISTERED AGENT