

AUGUST 15, 1999

PP9900076035

STATE OF FLORIDA
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

DEAR SIRs;

ENCLOSED FIND CHECK AND ARTICLES OF INCORPORATION
FOR AN NEW BUSINESS FOR PROFIT TO BE CALLED "THE PLUM
GROUP OF FLORIDA".

THANK YOU,




BARBARA N. BARSTOW
3350 GREENVIEW TERR EAST
MARGATE, FLORIDA 33063

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954-340-1025

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SECRETARY OF STATE
TALLAHASSEE FLORIDA



ARTICLES OF INCORPORATION
OF
THE PLUM GROUP OF FLORIDA INCORPORATED

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SECRETARY OF STATE
TALLAHASSEE FLORIDA

The undersigned does hereby make, subscribe, file and acknowledge these Articles of Incorporation for the purpose of organizing a corporation under the Florida Business Corporation Act.

ARTICLE 1

NAME OF CORPORATION

The name of this Corporation shall be:

THE PLUM GROUP OF FLORIDA INCORPORATED

ARTICLE 11

PRINCIPAL OFFICE AND MAILING ADDRESS

The principal office and mailing address of this Corporation is:

2020 West McNab Road Ft. Lauderdale, Florida 33309

ARTICLE 111

AUTHORIZED SHARES

The total authorized capital stock of this Corporation shall consist of :

10 shares of Common Stock, par value \$1.00 per share.

ARTICLE 1V

ADDRESS OF REGISTERED OFFICE IN THIS STATE

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

3350 Greenview Terrace East Margate Florida 33063

and the registered agent of this corporation at that address shall be:

Barbara N. Barstow

JOINT CORPORATE ACTION BY
ALL THE DIRECTORS AND ALL THE SHAREHOLDERS OF

THE PLUM GROUP OF FLORIDA INC

The undersigned, being the Incorporator named in the Articles of Incorporation of The Plum Group of Florida Inc. a Florida corporation ("Corporation"), all the elected Directors and all the shareholders of this Corporation, do hereby waive all formal requirements, including the necessity of holding a formal or informal meeting, and any requirements for notice; and do hereby consent in writing to the adoption of the following resolutions, taking said action in lieu of a meeting of the Board of Directors and the shareholders:

1. RESOLVED, that all prior actions of the Incorporator on behalf of this Corporation are hereby ratified.
2. RESOLVED, that the following persons be, and they hereby are, elected to be members of the Board of Directors of this Corporation, to serve until the next Annual Meeting of the shareholders or until the election and qualification of their successors:

DIRECTOR

ADDRESS

Barbara N. Barstow

3350 Greenview Terrace East
Margate, Florida 33063

3. RESOLVED, that the following persons be, and they hereby are, elected to hold the offices of this Corporation identified opposite their respective names, to perform in such offices the duties assigned from time to time by the Board of Directors, and to serve in those offices until the meeting of the Board of Directors following or concurrent with the next annual meeting of the shareholders or until their respective successors have been duly elected or appointed and have qualified:

President
Vice President
Secretary
Treasurer

Barbara N. Barstow

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RESOLVED, that the officers of this Corporation be, and they hereby are, authorized, empowered and directed to issue to the following named individuals, upon receipt of a purchase price in cash of \$1.00 per share, that number of shares of Common Stock, \$1.00 par value per share, of this Corporation set forth below opposite the names of such individuals, for the aggregate consideration set forth below and to issue stock certificates evidencing those shares:

<u>SHAREHOLDER</u>	<u>ADDRESS</u>	<u>NO. OF SHARES</u>	<u>CONSIDERATION</u>
Barbara N. Barstow	3350 Greenview Terrace East Margate, Florida 33063	6	6 ⁰⁰

5. RESOLVED, that the attached Bylaws be and they hereby are adopted as the Bylaws of this Corporation.

6. RESOLVED, that the officers of this Corporation be, and each of them hereby is, authorized to establish a corporate bank account at a banking institution selected by the President, and that the appropriate resolutions as prescribed by such banking institution for the establishment of such account be, and they hereby are, adopted as resolutions of this Board of Directors, and such fully executed resolutions will be attached hereto and made a part hereof.

The action contained herein shall be effective as of the 18th day of

August 1999

ARTICLE V
INCORPORATOR

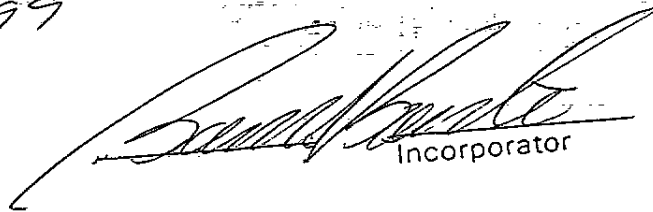
The name and street address of the person signing these Articles of
Incorporation is:

Barbara N. Barstow

3350 Greenview Terrace East
Margare Florida 33063

IN WITNESS WHEREOF, I have hereunto subscribed my hand and seal this 18TH

day of August - 1999


Incorporator

THE UNDERSIGNED, named as the registered agent in Article IV of these
Articles of Incorporation, hereby accepts the appointment as such registered agent,
and acknowledges that he is familiar with, and accepts the obligations imposed upon
registered agents under, the Florida Business Corporation Act, including specifically
Section 607.0505.

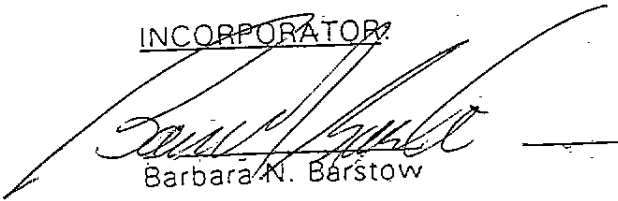

Registered Agent

This document may be executed in counterparts, each of which may be deemed an original, but all of which together, when filed in the corporate records, shall be deemed one instrument.

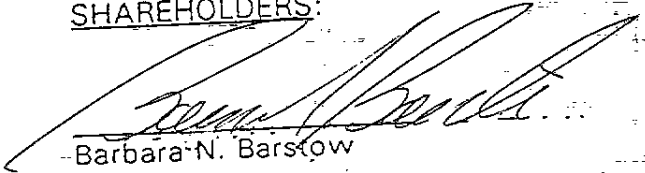
IN WITNESS WHEREOF, the undersigned, being the Incorporator, all the Directors and all the shareholders of this Corporation, have hereunto set their hands and seals for the purposes herein expressed.

Dated as of AUGUST 18, 1999

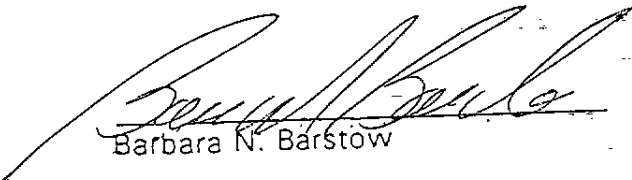
INCORPORATOR:


Barbara N. Barstow

SHAREHOLDERS:


Barbara N. Barstow

DIRECTOR:


Barbara N. Barstow

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SECRETARY OF STATE
TALLAHASSEE FLORIDA