

099000098116



THE UNITED STATES  
CORPORATION  
COMPANY

ACCOUNT NO. : 072100000032

REFERENCE : 469140 161159A

AUTHORIZATION :

*Patricia Pizit*

COST LIMIT : \$ 70.00

ORDER DATE : November 5, 1999

ORDER TIME : 4:11 PM

ORDER NO. : 469140-005

300003037393--7

CUSTOMER NO: 161159A

CUSTOMER: A. Jeffrey Barash, Esq  
BARASH & ASSOCIATES, P.A.  
BARASH & ASSOCIATES, P.A.  
Kane Concourse Executive Bldg.  
1140 Kane Concourse  
Bay Harbor, FL 33154

DOMESTIC FILING

NAME: WESTREICH 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: Janna Wilson

EXAMINER'S INITIALS:

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
99 NOV -8 PM 1:23

RECEIVED  
99 NOV -8 AM 8:57  
DEPARTMENT OF STATE  
DIVISION OF CORPORATIONS  
TALLAHASSEE, FLORIDA

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS

99 NOV -8 PM 1:23

ARTICLES OF INCORPORATION  
OF  
WESTREICH CORPORATION

The undersigned incorporator hereby forms a corporation under  
The Florida Business Corporation Act - Chapter 607 of the laws of  
the State of Florida.

ARTICLE I

NAME AND ADDRESS

The name of the Corporation is: WESTREICH CORPORATION  
The initial address of the principal office of the Corporation is  
9999 Collins Avenue, Apt. 7-J, Bal Harbour, Florida 33154 and the  
mailing address shall be the same.

ARTICLE II

BUSINESS PURPOSE

This Corporation is organized for the purpose of transacting  
any or all lawful business and activities permitted under the laws  
of the United States, the State of Florida or any other state,  
country, territory or nation.

ARTICLE III

AUTHORIZED SHARES

The maximum number of shares of capital stock that the Corporation is authorized to issue is one thousand (1,000) shares, \$1 par value each share.

ARTICLE IV

TERM OF EXISTENCE

The Corporation shall have perpetual existence unless sooner dissolved according to law.

ARTICLE V

INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of the Corporation is: c/o Barash & Associates, P.A., 1140 Kane Concourse, Fourth Floor, Bay Harbor Islands, Florida 33154 and the name of the initial registered agent of the Corporation at that address is: BARASH & ASSOCIATES, P.A.

ARTICLE VI

INITIAL DIRECTORS

The Corporation shall have four(4) directors initially. The number of directors of the Corporation may either increase or decrease from time to time by the By-Laws, but shall never be less than one(1) director. The name and street address of each member of

the initial Board of Directors who shall hold office for the first year of existence of the Corporation or until his or her successor is elected or appointed and qualified, is:

<u>Name</u>	<u>Address</u>
HELENE WESTREICH	9999 Collins Avenue, Apt.7-J Bal Harbour, FL 33154
GAIL MARCY WHITE	716 Calusa Trail Franklin Lakes, NJ 07417
DIANE LYNN HARRIS	176 E. 77th Street, Apt.16J New York, NY 10021
WILLIAM FINALY COHEN	420 E.54th Street Apt.32C New York, NY 10021

#### ARTICLE VII

##### PREEMPTIVE RIGHTS

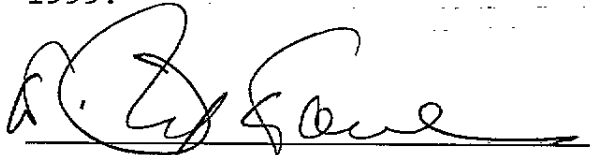
The corporation elects to have preemptive rights.

#### ARTICLE VIII

##### INCORPORATOR(S)

The name and street address of the person(s) signing these Articles of Incorporation is: A. JEFFREY BARASH, 1140 KANE CONCOURSE, FOURTH FLOOR, BAY HARBOR ISLANDS, FLORIDA 33154. The powers of the incorporator are to terminate upon the filing of the Certificate of Incorporation.

IN WITNESS WHEREOF, these Articles of Incorporation have been  
executed this 20<sup>th</sup> day of October, 1999.

  
A. JEFFREY BARASH, Incorporator

STATE OF FLORIDA )

: SS.:

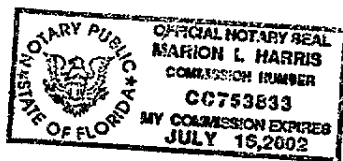
COUNTY OF MIAMI-DADE)

I HEREBY CERTIFY that A. JEFFREY BARASH, to me personally known, this day of October, 1999 acknowledged before me under oath, that he executed the foregoing Articles of Incorporation; and I FURTHER CERTIFY that the said person making said acknowledgement to be the individual described in and who executed the said instrument.

WITNESS my hand and seal in said County and State aforesaid,  
this 20<sup>th</sup> day of October, 1999.

Marion L. Harris  
NOTARY PUBLIC, State of Florida at Large

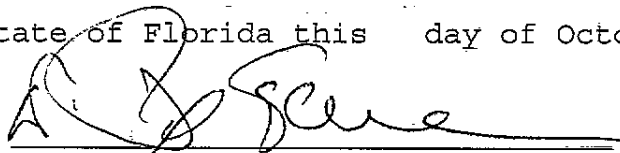
My Commission Expires:



**CERTIFICATE DESIGNATING PLACE OF BUSINESS  
OR DOMICILE FOR THE SERVICE OF PROCESS WITHIN  
FLORIDA, NAMING AGENT UPON WHOM PROCESS MAY BE SERVED**

IN COMPLIANCE with Section 48.091, Florida Statutes, the following is submitted:

FIRST: That WESTREICH CORPORATION desiring to organize or qualify under the laws of the State of Florida, with its principal place of business at BAL HARBOUR, State of Florida, has named BARASH & ASSOCIATES, P.A., located at 1140 Kane Concourse, Bay Harbor Islands, State of Florida, as its Agent to accept service of process within the State of Florida this      day of October, 1999.

  
A. JEFFREY BARASH, INCORPORATOR

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 am familiar with and accept the obligations of Section 607.0501 of Florida Statutes.

October 30, 1999

BARASH & ASSOCIATES, P.A.

BY:   
A. JEFFREY BARASH

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
99 NOV -8 PM 1:23