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HOUSTON & SHAHADY, P.A.

316 Northeast Fourth Street  
Fort Lauderdale, FL 33301

Telephone (954) 779-3800  
Facsimile (954) 779-3808

Thomas R. Shahady

December 15, 1999

Secretary of State  
Division of Corporations  
409 E. Gaines Street  
Tallahassee, FL 32399

300003077333-4  
-12/21/99-01093-010  
\*\*\*\*122.50 \*\*\*\*\*78.75

Re: R & D Investments of Palm Beach, Inc.

Gentlemen:

I am enclosing the original and one copy of the Articles of Incorporation to be filed for F & D Investments of Palm Beach, Inc., along with a check in the amount of \$122.50 which represents the filing fee for the Articles of Incorporation.

Please file these Articles of Incorporation and return a conformed copy in the stamped, self-addressed envelope enclosed for your convenience.

If you have any questions, please advise.

Very truly yours,

  
THOMAS R. SHAHADY

TRS/bsk  
enclosure

FILED  
99 DEC 21 AM 11:50  
SECRETARY OF STATE  
TALLAHASSEE, FL 32399

12-28  
WC

**ARTICLES OF INCORPORATION**  
**OF**  
**R & D INVESTMENTS OF PALM BEACH, INC.**

FILED  
99 DEC 21 AM 11:50  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**ARTICLE I**

The name of this corporation is **R & D INVESTMENTS OF PALM BEACH, INC.**

**ARTICLE II**

The purpose or purposes for which this corporation is organized is for any purpose permitted under the laws of the United States and under the laws of the State of Florida.

**ARTICLE III**

This corporation is authorized to issue a maximum of One Thousand (1,000) shares of stock. The shares of stock authorized shall be common stock having a par value of One Dollar and 00/100 (\$1.00) per share. The consideration to be paid for each share of stock shall be fixed by the Board of Directors.

**ARTICLE IV**

This corporation shall have a perpetual existence unless sooner dissolved according to law.

**ARTICLE V**

The initial street address of the principal office of this corporation shall be: 1226 Omar Road, West Palm Beach, Florida, 33405, and the Board of Directors may, from time to time, move the principal office to any other address in Florida.

**ARTICLE VI**

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) Director at any time.

**ARTICLE VII**

The name and post office address of the first Board of Directors and officers of this corporation, who shall hold office for the first year or until their successors are chosen, shall be:

David Ackner	1226 Omar Road
President/Treasurer/Director	West Palm Beach, FL 33405
Richard Ackner	1226 Omar Road
Vice President/Secretary/Director	West Palm Beach, FL 33405

**ARTICLE VIII**

The name and address of the Subscriber of these Articles of Incorporation is as follows:

David Ackner	1226 Omar Road
	West Palm Beach, FL 33405

**ARTICLE IX**

The corporation's initial Registered Agent and Registered Office in the State of Florida shall be:

Thomas R. Shahady	316 Northeast Fourth Street
	Fort Lauderdale, FL 33301

**ARTICLE X**

The corporation's existence will commence upon the filing of the Articles of Incorporation.

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

David Ackner  
INCORPORATOR

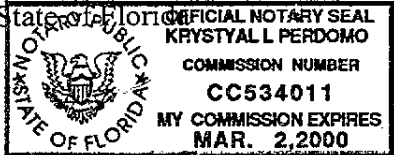
STATE OF FLORIDA

COUNTY OF BROWARD

I HEREBY CERTIFY that on this day, before me, a Notary Public duly authorized in the State and County aforesaid to take acknowledgments, personally appeared David Ackner, to me known to be the person described in the foregoing Articles of Incorporation, and he acknowledged before me that he executed said Articles of Incorporation.

WITNESS my hand and official seal at Fort Lauderdale, County of Broward, State of Florida, this 10<sup>th</sup> day of ~~November~~, 1999.  
December

*Krystyal L. Perdomo*  
Notary Public - State of Florida



OFFICIAL NOTARY SEAL  
KRISTYAL L PERDOMO  
COMMISSION NUMBER  
CC534011  
MY COMMISSION EXPIRES  
MAR. 2, 2000

My Commission Expires: 3/2/00

**ACCEPTANCE OF REGISTERED AGENT**

I, THOMAS R. SHAHADY, do hereby accept designation of Registered Agent for R & D INVESTMENTS OF PALM BEACH, INC.

*Thomas R. Shahady*  
Thomas R. Shahady  
Registered Agent