

P9900011353

December 1, 1999

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

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-12/21/99-01004-010
****122.50 *****78.75

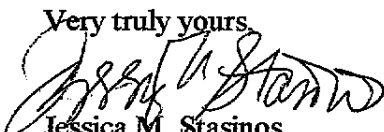
Subject: THE ORLOFF-LEVINSON GROUP

Enclosed please find an original and one (1) copy of the Articles of Incorporation for the above corporation and check in the amount of \$122.50.

Please return to me at 965 NW 37th Terrace, Delray Beach, FL 33445.

If you should have any questions, please do not hesitate to contact me.

Very truly yours,


Jessica M. Stasinos
Legal Assistant
(561)-638-8772

FILED
99 DEC 21 AM 10:00
TALLAHASSEE, FLORIDA

T. Burch

T. Burch DEC 29 1999

ARTICLES OF INCORPORATION
OF
THE ORLOFF - LEVINSON GROUP, INC.

FILED
99 DEC 21 AM 10:00
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

I, the undersigned, being of legal age, do hereby associate myself for the purpose of becoming a corporation under the laws of the State of Florida, under Section 607 of the Florida Statutes authorizing the formation of corporations.

ARTICLE I - NAME:

The name of the corporation shall be:

THE ORLOFF-LEVINSON GROUP, INC.

ARTICLE II - DURATION:

The corporation shall have perpetual existence beginning with the date of acceptance of the corporation by the Secretary of State of the State of Florida.

ARTICLE III - PURPOSE:

The corporation is organized for the purpose of transacting any or all lawful business within or without the State of Florida, and to have all powers conferred upon the corporation by the laws of the State of Florida.

ARTICLE IV - CAPITAL STOCK:

The corporation is authorized to issue (100) shares of common stock with a par value of One (\$1.00) Dollar per share.

ARTICLE V - INITIAL REGISTERED OFFICE AND AGENT:

The street address of the initial principal office of the corporation is 6909 Terra Tranquilla Drive, Boca Raton, Florida. The name and address of the initial Registered Agent of the corporation is John Diaz, 6909 Terra Tranquilla Drive,

Raton, Florida and Kathy M. Levinson, 17639 Foxborough Lane, Boca Raton, Florida.

ARTICLE VII - INCORPORATOR:

The name and address of the person signing these Articles is Erica Orloff, 6909 Terra Tranquilla Drive and Kathy M. Levinson, 17639 Foxborough Lane, Boca Raton, F 33496.

ARTICLE VIII - BY-LAWS:

The power to adopt, alter, amend or repeal the By-Laws shall be vested in the Board of Directors and Stockholders.

ARTICLE IX - STOCKHOLDERS MEETING REQUIRED:

Any action of the stockholders of the corporation must be taken at a meeting of the stockholders of the corporation duly called as provided by law.

ARTICLE X - INDEMNIFICATION:

The corporation shall indemnify any officer or director, or any former officer or director, to the fullest extent permitted by law.

ARTICLE XI - AMENDMENT:

The corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment hereto, and any right conferred upon the stockholders is subject to this reservation.

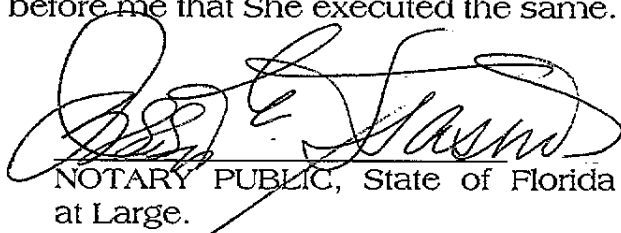
IN WITNESS WHEREOF, the undersigned subscriber has executed these
Articles of Incorporation this 15 day of April, 1999.


ERICA ORLOFF

STATE OF FLORIDA)
) ss.
COUNTY OF PALM BEACH)

BEFORE ME, a notary public authorized to take acknowledgment in the
State and County aforesaid, personally appeared ERICA ORLOFF, to me known
and known to me to be the person who executed the foregoing Articles of
Incorporation, and who acknowledged before me that She executed the same.




NOTARY PUBLIC, State of Florida
at Large.

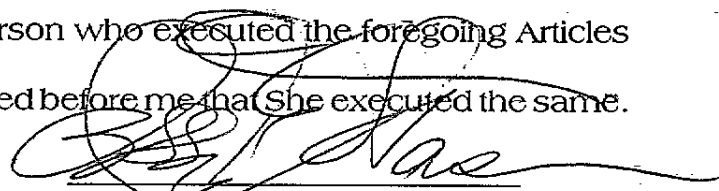
My Commission Expires:

IN WITNESS WHEREOF, the undersigned subscriber has executed these
Articles of Incorporation this 15 day of April, 1999.


KATHY M. LEVINSON

STATE OF FLORIDA)
) ss.
COUNTY OF PALM BEACH)

BEFORE ME, a notary public authorized to take acknowledgment in the
State and County aforesaid, personally appeared KATHY M. LEVINSON, to me
known and known to me to be the person who executed the foregoing Articles
of Incorporation, and who acknowledged before me that She executed the same.


NOTARY PUBLIC, State of Florida
at Large.

My Commission Expires:



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

FILED
99 DEC 21 AM 10:00
TALLAHASSEE, FLORIDA

In compliance with Chapter 48.091, Florida Statutes, the following is submitted:

FIRST: That THE ORLOFF - LEVINSON GROUP, INC. is desirous of incorporating under the laws of the State of Florida, with its principal office as indicated in the Articles of Incorporation in City of Boca Raton, County of Palm Beach, State of Florida, has named JOHN DIAZ, located at 6909 Terra Tranquilla Drive, Boca Raton, Florida, in the County of Palm Beach and the State of Florida as its Agent to accept service of process within this state.

ACKNOWLEDGMENT:

Having been named to accept service of process for the above state corporation, at place designated in this Certificate, I hereby accept to act in this capacity and agree to comply with the provision of said Act relative of keeping open said office.


JOHN DIAZ
Resident Agent

Dated: