

PO0000068303

GARY R. SASLAW, P.A.

20801 BISCAYNE BOULEVARD  
SUITE 304  
AVENTURA, FLORIDA 33180-1422

GARY R. SASLAW  
OF COUNSEL  
WILLIAM J. SEGAL

(305) 682-0200  
FAX (305) 682-1800

May 23, 2000

Secretary of State  
Division of Corporations  
P.O. Box 6327  
Tallahassee, Florida 32314

000003268440--9  
-05/25/00--01072--006  
\*\*\*\*\*78.75 \*\*\*\*\*78.75

Re:

To Whom This May Concern:

Please find enclosed 2 executed copies of the Articles of Incorporation of HRB Enterprises, Inc. I have also enclosed a check in the amount of \$78.75 to cover the following:

Filing Articles of Incorporation . . . . .	\$35.00
Designation of Registered Agent . . . . .	35.00
Certified Copy Fee . . . . .	<u>8.75</u>
TOTAL . . . . .	\$78.75

Please return a certified copy of the Articles of Incorporation in the envelope provided for your convenience. If you have any questions, please immediately contact the undersigned.

Sincerely yours,

GARY R. SASLAW, P.A.

Gary Saslaw

wak:gs  
Enclosures

Copy to: Mr. Howard Bujaky

HRZE2301

00 JUL 17 AM 11:17  
FILED  
SECRETARY OF STATE  
TALLAHASSEE FLORIDA

T BROWN JUL 18 2000

*[Handwritten scribbles and numbers]*

LAW OFFICES  
GARY R. SASLAW, P.A.  
20801 BISCAYNE BOULEVARD  
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AVENTURA, FLORIDA 33180-1422

GARY R. SASLAW  
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(305) 682-0200  
FAX (305) 682-1800

July 13, 2000

Secretary of State  
Division of Corporations  
P.O. Box 6327  
Tallahassee, Florida 32314

Re: Fusion Concepts, Inc.


Gentlemen:

Enclosed please find a copy of your letter dated June 7, 2000 along with 2 executed copies of the Articles of Incorporation of Fusion Concepts, Inc.

Please return a certified copy of the Articles of Incorporation in the envelope provided for your convenience. If you have any questions, please immediately contact the undersigned.

Sincerely yours,

GARY R. SASLAW, P.A.

  
Gary Saslaw

wak:gs  
Enclosures

Copy to: Mr. Howard Bujaky



FLORIDA DEPARTMENT OF STATE  
Katherine Harris  
Secretary of State

June 7, 2000

GARY SASLAW  
GARY R. SASLAW, P.A.  
20801 BISCAYNE BLVD., SUITE 304  
AVENTURA, FL 33180-1422

SUBJECT: HRB ENTERPRISES, INC.  
Ref. Number: W00000014369

We have received your document for HRB ENTERPRISES, INC. and your check(s) totaling \$78.75. However, the enclosed document has not been filed and is being returned for the following correction(s):

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an existing entity.

Please select a new name and make the correction in all appropriate places. One or more major words may be added to make the name distinguishable from the one presently on file.

**Adding "of Florida" or "Florida" to the end of a name is not acceptable.**

Please return the original and one copy of your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 487-6933.

Teresa Brown  
Corporate Specialist

Letter Number: 100A00032068

ARTICLES OF INCORPORATION  
OF  
FUSION CONCEPTS, INC.

**FILED**  
00 JUL 17 AM 11:17  
SECRETARY OF STATE  
TALLAHASSEE FLORIDA

ARTICLE 1

Name

The name of this Corporation shall be FUSION CONCEPTS, INC.

ARTICLE 2

Principal Office

The principal place of business and mailing address of the corporation shall be P.O. Box 2464, Hallandale, Florida 33008.

ARTICLE 3

Purpose

This corporation is organized for the purpose of transacting any and all lawful business.

ARTICLE 4

Capital Stock

The authorized capital stock, the par value thereof, and the class of such stock shall be as follows:

<u>NUMBER OF SHARES</u> <u>AUTHORIZED</u>	<u>PAR VALUE</u> <u>PER SHARE</u>	<u>CLASS OF</u> <u>STOCK</u>
7,500	\$1.00	Voting Common

ARTICLE 5

Initial Registered Office and Agent

The street address of the initial registered office of this corporation is c/o Melamed Handy & Karp, LLP, 12000 Biscayne Blvd., Suite 405, North Miami, Florida 33181, and the name of the initial registered agent of this Corporation at that address is Elliot Melamed, C.P.A.

ARTICLE 6

Initial Board of Directors

The names and addresses of the sole initial director of this Corporation is:

Howard Bujaky                      P.O. Box 2464, Hallandale, FL 33008

The number of directors may be either increased or diminished from time to time as provided for by the By-Laws but shall never be less than one.

ARTICLE 7

Incorporator/Subscriber

The names and addresses of the sole person signing these articles is:

Howard Bujaky                      P.O. Box 2464, Hallandale, FL 33008

ARTICLE 8

By-Laws

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

ARTICLE 9

Indemnification

The Corporation shall indemnify, or advance expense to, to the fullest extent authorized or permitted by the Florida General Corporation Act, any person made, or threatened to be made, a party to any action, suit or proceeding by reason of the fact that he (i) is or was a director of the Corporation; (ii) is or was serving at the request of the Corporation as a director of another corporation; (iii) is or was an officer of the Corporation, provided that he is or was at the time a director of the Corporation; or (iv) is or was serving at the request of the Corporation as an officer of another corporation, provided that he is or was at the time a director of the Corporation; and further provided that, in all cases, such person acted in good faith and in a manner in which he or she reasonably believed to be in, or not opposed to, the best interests of the Corporation. The foregoing

is subject to and shall not limited any rights granted to the Corporation by the Florida General Corporation Act.

ARTICLE 10

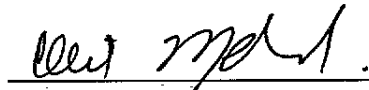
Amendment

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

IN WITNESS WHEREOF, the undersigned Incorporator/Subscriber has executed these Articles of Incorporation this 13 day of July, 2000.

  
Howard Bujaky  
Incorporator/Subscriber

Having been named as Registered Agent and to accept service of process for the above stated corporation at the place designated in this certificate, I hereby accept the appointment as Registered Agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as Registered Agent.

Dated: July 13, 2000   
Elliot Melamed, C.P.A.,  
Registered Agent

**FILED**  
00 JUL 17 AM 11:17  
SECRETARY OF STATE  
TALLAHASSEE FLORIDA