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July 7, 1995

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

100001534681
-07/11/95--01074--005
****122.50 ****122.50

Re: Goods & Services International, Inc.

To Whom it May Concern:

Enclosed please the original and one copy of Articles of Incorporation for the above-referenced corporation. Upon receipt, please file said articles and return a certified copy to this office. Our check in the amount of \$122.50 is enclosed for the filing fee in this matter.

If you have any questions or comments regarding the foregoing, please do not hesitate to contact me.

Very truly yours,

Kimberly K. Lewis
Kimberly K. Lewis
Secretary to James D. Rudd

/kk1
Enclosures

SN
7/14/95

FILED
95 JUL 11 AM 9:53
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

LAWYERS REALTY GROUP

901 SE 17th Street Causeway, Suite 202 • Fort Lauderdale, Florida 33316 • 305/462-2444 • FAX 305/525-7834
* 2500 North Military Trail, Suite 102 • Boca Raton, Florida 33431 • 407/998-9900 • FAX 407/998-4995

ARTICLES OF INCORPORATION

OF

FILED

GOODS & SERVICES INTERNATIONAL, INC.

25 JUL 11 AM 9:53

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned subscriber to these Articles of Incorporation, a natural person competent to contract, hereby forms a corporation for profit under the laws of the State of Florida.

ARTICLE I - NAME

The name of the corporation is: **GOODS & SERVICES INTERNATIONAL, INC.**

ARTICLE II - NATURE OF BUSINESS

The nature of the business to be transacted is to do all and every necessary and proper act for the accomplishments of the objects enumerated in this certificate of incorporation or any amendment thereof or necessary and incidental to the protection and benefit of the corporation; and in general to carry on any lawful business permitted under the laws of the United State of America, the State of Florida, and all and singular the remaining States in the Union.

ARTICLE III - TERM OF EXISTENCE

This Corportion shall have perpetual existence.

ARTICLE IV - CAPITAL STOCK

The maximum number of shares of stock that this Corporation is authorized to have outstanding at any one time is 1000 shares of common stock, each share having a par value of \$1.00 per share.

ARTICLE V - ADDRESS

The initial street address of the principal office of this Corporation is to be: 614 N.E. 8th Avenue, Fort Lauderdale, Florida 33304. The Board of Directors may, from time to time, move the principal office to any other address in the State of Florida.

ARTICLE VI - INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this Corporation is 614 N.E. 8th Avenue, Fort Lauderdale, Florida 33304, and the name of the initial registered agent of this Corporation is David A. Anderson.

ARTICLE VII - DIRECTORS AND OFFICERS

This Corporation shall have two (2) Directors initially. The number of Directors and/or Officers may be increased or diminished from time to time by the By-Laws adopted by the shareholders.

ARTICLE VIII - INITIAL DIRECTORS AND OFFICERS

The name and street address of the Directors who shall hold office until successors are elected and have qualified are:

NAME	ADDRESS
DAVID A. ANDERSON Director	614 N.E. 8th Avenue Fort Lauderdale, Florida 33304
ANTONIO GELLONA Director	608 N.E. 8th Avenue Fort Lauderdale, Florida 33304

ARTICLE IX - INCORPORATOR

The name and street address of the Incorporator of this Corporation is:

NAME

ADDRESS

DAVID A. ANDERSON

614 N.E. 8th Avenue
Fort Lauderdale, Florida 33304

IN WITNESS WHEREOF, I have hereunto set my hand and seal,
acknowledged and filed the foregoing Articles of Incorporation under the laws of
the State of Florida, this 29 day of June, 1995.




DAVID A. ANDERSON

STATE OF FLORIDA
COUNTY OF BROWARD

I HEREBY CERTIFY that before me this day, personally appeared DAVID A. ANDERSON, personally known to me, to be the individual described in and who executed the foregoing Articles of Incorporation and acknowledged before me that he executed the same for the purposes therein expressed.

WITNESS my hand and seal in the County and State aforesaid this 29th day of June, 1995.



NOTARY PUBLIC
My commission expires:




KIMBERLY K. LEWIS
MY COMMISSION # CC390779 EXPIRES
August 18, 1998
BONDED THRU TROY FAH INSURANCE, INC.

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

In pursuance of Chapter 48.091, Florida Statutes, the following is submitted,
in compliance with said Act:

That GOODS & SERVICES INTERNATIONAL, INC. having been organized
under the laws of the State of Florida with its principal office at 614 N.E. 8th
Avenue, Fort Lauderdale, Florida 33304 as indicated in the Articles of
Incorporation, in the County of Broward, State of Florida, has named DAVID A.
ANDERSON at 614 N.E. 8th Avenue, Fort Lauderdale, Florida 33304 as its
agent to accept service of process within this state.

Having been named to accept service of process for the above-named
Corporation, at the place designated in this Certificate, I hereby accept and
agree to act in said capacity and agree to comply with the provisions of said act
relative to keeping said offices open.


DAVID A. ANDERSON

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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Requestor's Name



614 NE 8 Ave
2701 E. Sunrise Blvd.
Suite 306
Ft. Lauderdale, FL 33304

Office Use Only

CORPORATION NAME(S) & DOCUMENT NUMBER(S), (if known):

1. _____ (Corporation Name) _____ (Document #)
2. _____ (Corporation Name) _____ (Document #)
3. _____ (Corporation Name) _____ (Document #)
4. _____ (Corporation Name) _____ (Document #)

FILED
96 APR 18 AM 8:30
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

- Walk in Pick up time _____ Certified Copy
 Mail out Will wait Photocopy Certificate of Status

NEW FILINGS	
<input type="checkbox"/>	Profit
<input type="checkbox"/>	NonProfit
<input type="checkbox"/>	Limited Liability
<input type="checkbox"/>	Domestication
<input type="checkbox"/>	Other

AMENDMENTS	
<input type="checkbox"/>	Amendment
<input type="checkbox"/>	Resignation of R.A., Officer/ Director
<input type="checkbox"/>	Change of Registered Agent
<input type="checkbox"/>	Dissolution/Withdrawal
<input type="checkbox"/>	Merger

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*****35.00 *****35.00

OTHER FILINGS	
<input type="checkbox"/>	Annual Report
<input type="checkbox"/>	Fictitious Name
<input type="checkbox"/>	Name Reservation

REGISTRATION/ QUALIFICATION	
<input type="checkbox"/>	Foreign
<input type="checkbox"/>	Limited Partnership
<input type="checkbox"/>	Reinstatement
<input type="checkbox"/>	Trademark
<input type="checkbox"/>	Other

VOIDS
CFB
4/23

Examiner's Initials

ARTICLES OF DISSOLUTION

Pursuant to section 607.1403, Florida Statutes, this Florida profit corporation submits the following articles of dissolution:

FIRST: The name of the corporation is: Goods & Services International Inc.
614 NE 8 Ave Ft Lauderdale FL 33304

SECOND: The date dissolution was authorized: 12/30/95

THIRD: Adoption of Dissolution (CHECK ONE)

Dissolution was approved by the shareholders. The number of votes cast for dissolution was sufficient for approval.

Dissolution was approved by vote of the shareholders through voting groups.

[The following statement must be separately provided for each voting group entitled to vote separately on the plan to dissolve:

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TALLAHASSEE, FLORIDA

"The number of votes cast for dissolution was sufficient for approval by _____ (voting group) _____"

Signed this 15th day of April, 19 96

Signature David A. Anderson
(By the Chairman or Vice Chairman of the Board, President, or other officer)

David A. Anderson
(Typed or printed name)

President
(Title)