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DANIEL J. ZEMEL, ESQ.

2875 NORTHEAST 191ST STREET
SUITE 304
AVENTURA, FLORIDA 33180

TELEPHONE (305) 932-5055
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DANIEL J. ZEMEL

OF COUNSEL
HERBERT ZEMEL
FRANKLIN ZEMEL

September 25, 1996

Secretary of State
Division of Corporations
George Firestone Building
409 East Gaines Street
Tallahassee, Florida 32399

800001961348
-10/01/96--01133--014
****131.25 ****131.25

Re: Articles of Incorporation for **BOSS CONSTRUCTION SCHOOL, INC.**
Our File Number:

Dear Secretary of State:

Enclosed please find the Articles of Incorporation for the above referenced corporation, and a check in the amount of \$131.25 for filing same and for providing a Certificate of Good Standing.

Thank you for your anticipated cooperation and attention to this matter.

Very Truly Yours,

Daniel Zemel

FILED
96 SEP 30 AM 8:13
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

DJZ:me
Encls.
cc: Client

**ARTICLES OF INCORPORATION
OF
BOSS CONSTRUCTION SCHOOL, INC.**

FILED
96 SEP 30 AM 8:13
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE I.

CORPORATE NAME

The name of this corporation shall be: **BOSS CONSTRUCTION SCHOOL, INC.**

ARTICLE II.

NATURE OF CORPORATE BUSINESS

The corporation may engage in any activity or business permitted under the laws of the United States and under the laws of the State of Florida.

ARTICLE III.

CAPITAL STOCK

This corporation is authorized to issue a maximum of One Thousand shares of stock. The shares of stock authorized shall be common stock having no par value. The consideration to be paid for each share of stock shall be fixed by the Board of Directors.

ARTICLE IV.

INITIAL REGISTERED AGENT

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

Daniel J. Zemel
2875 Northeast 191 Street
Suite 304
Aventura, Florida 33180

ARTICLE V.

BOARD OF DIRECTORS

The number of Directors may be altered from time to time by By-Laws adopted by the Board of Directors. However, the corporation shall have no less than one (1) Director at any time.

ARTICLE VI.

INCORPORATORS

The name and post office address of the Incorporator executing these Articles of Incorporation are as follows:

Name	Address
Daniel J. Zemel	The Law Offices of Daniel J. Zemel, Esq. 2875 Northeast 191 Street Turnberry Plaza, Suite 304 Aventura, Florida 33180

ARTICLE VII.

COMMENCEMENT DATE

Corporate existence will commence upon filing.

ARTICLE VII.

CORPORATE ADDRESS

The initial principal office and mailing address for this corporation shall be:
13899 Biscayne Blvd., Suite 225, North Miami, Florida 33181.

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

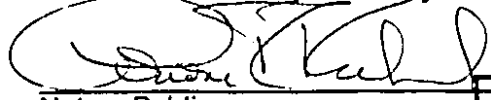
Daniel J. Zemel

STATE OF FLORIDA)
COUNTY OF DADE)

SS:

BE IT REMEMBERED that on this day before me, a Notary Public duly authorized in the State and County named above, to take acknowledgments, personally appeared Daniel J. Zemel, to me known to be the person described as the Incorporator 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 said County and State, on September 25, 1996.



Notary Public,
State of Florida at Large
My Commission Expires:

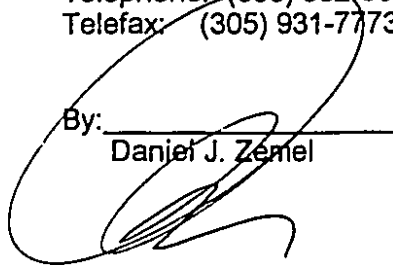
OFFICIAL NOTARY SEAL
ARIANE R. RICHARD
NOTARY PUBLIC STATE OF FLORIDA
COMMISSION NO. CC23183
MY COMMISSION EXP. MAR. 7, 1997

The undersigned hereby accepts the foregoing designation as Initial Registered Agent and agrees to comply with the provisions of law applicable to said designation.

DATED: September 25, 1996

Daniel J. Zemel
2875 Northeast 191st Street
Turnberry Plaza, Suite 304
Aventura, Florida 33180
Telephone: (305) 932-5055
Telefax: (305) 931-7773

By: _____
Daniel J. Zemel



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