

STANLEY BRODER
ATTORNEY AT LAW

STANLEY BRODER

Atrium West, Ste. 215
7771 W. Oakland Park Blvd.
Sunrise, FL 33351
(954) 486-4030

P97000055211

June 19, 1997

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
97 JUN 23 AM 9:07

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

Re: DHB Enterprises, Inc.
Articles of Incorporation

600002219336--5
-06/23/97--01027--003
****122.50 ****122.50

Gentlemen:

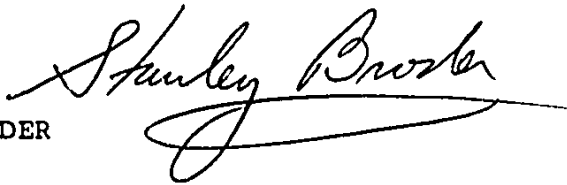
Enclosed please find an original and one copy of Articles of Incorporation for the above-captioned corporation. Also enclosed is our check in the amount of \$122.50, which represents the following fees:

Filing fee	\$ 35.00
Certified copy of Articles	52.50
Registered Agent Designation	<u>35.00</u>
	\$122.50

Please file these Articles and return a certified copy to this office in the enclosed stamped, self-addressed envelope.

Thank you for your assistance.

Very truly yours,



STANLEY BRODER

SB/dls
Enclosures

6-24-97
WS

FILED STATE
SECRETARY OF CORPORATIONS
DIVISION OF CORPORATIONS
97 JUN 23 AM 9:07

ARTICLES OF INCORPORATION
OF
DHB ENTERPRISES, INC.

The undersigned incorporator hereby executes these Articles of Incorporation in order to form a corporation under the laws of the State of Florida.

ARTICLE I. NAME

The name of the corporation shall be DHB Enterprises, Inc.

ARTICLE II. NATURE OF BUSINESS

The corporation may engage or transact in any or all lawful activities or business permitted under the laws of the United States, the State of Florida, or any other state, county, or territory.

ARTICLE III. CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is 500 shares of common stock having a nominal or par value of \$1.00 per share.

ARTICLE IV. TERM OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE V. ADDRESS

The initial principal office of this corporation in the State of Florida is:

6201 Falls Circle Drive, #404
Lauderhill, FL 33319

The Board of Directors may from time to time move the principal office to any other address in the State of Florida.

ARTICLE VI. REGISTERED AGENT

The initial Registered Agent is Stanley Broder, whose address is 7771 West Oakland Park Blvd., #215, Sunrise, FL 33351, which is also known as the registered office.

ARTICLE VII. DIRECTORS

The corporation shall have one (1) director, initially. The number of directors may be increased or decreased from time to time, by bylaws adopted by the shareholders, but shall never be less than one. The name and address of the initial director is:

DAVID H. BRODER	6201 Falls Circle Drive, #404 Lauderhill, FL 33319
-----------------	---

ARTICLE VIII. EFFECTIVE DATE

These Articles of Incorporation shall be effective upon the Secretary of State accepting and filing these Articles of Incorporation.

ARTICLE IX. PREEMPTIVE RIGHTS

Every shareholder, upon the sale for cash of any new stock of this corporation of the same kind, class or series as that which he already holds, shall have the right to purchase his pro rata share thereof (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

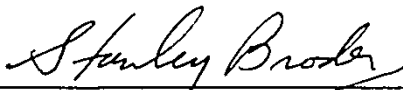
ARTICLE X. INCORPORATOR

The name and address of the person signing these Articles of Incorporation are: STANLEY BRODER, 7771 West Oakland Park Blvd., Sunrise, Florida 33351.

ARTICLE XI. AMENDMENT

These Articles of Incorporation may be amended in the manner provided by law. Every amendment shall be approved by the Board of Directors, proposed by them to the shareholders and approved at a shareholders meeting by a majority of the stock entitled to vote thereon, unless all the directors and all the shareholders sign a written statement manifesting their intention that a certain amendment of these Articles of Incorporation be made.

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 20th day of June, 1997.



STANLEY BRODER, Incorporator

STATE OF FLORIDA)
) SS.
COUNTY OF BROWARD)

I HEREBY CERTIFY that on this day before me, a Notary Public duly authorized in the State and County named above to take acknowledgements, personally appeared STANLEY BRODER, known to me to be the person described as Incorporator of and who executed the foregoing Articles of Incorporation, and acknowledged before me that he subscribed to those Articles of Incorporation.

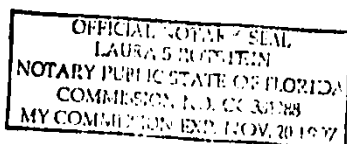
WITNESS my hand and official seal in the County and State named above this 20th day of June, 1997.



Notary Public, State of Florida

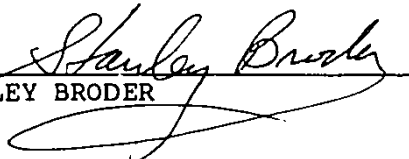
My Commission Expires:

LAURA S. ROTSTEIN



ACCEPTANCE OF REGISTERED AGENT DESIGNATED
IN ARTICLES OF INCORPORATION

Having been named as Registered Agent and to accept service of process for the above stated corporation at the place designated in the foregoing Articles, I hereby accept the appointment as Registered Agent and agree to comply with the provisions of all statutes relative to the proper performance of my duties, and I am familiar with and accept the obligation of the position of Registered Agent under Section 607.0505, Florida Statutes.


STANLEY BRODER

SECRETARY OF STATE
DIVISION OF CORPORATIONS
97 JUN 23 AM 9:07