

P98000097739



ACCOUNT NO. : 072100000032
REFERENCE : 038019 94942A
AUTHORIZATION : Patricia Pizito
COST LIMIT : \$ ~~70.00~~ 78.75

ORDER DATE : November 19, 1998
ORDER TIME : 1:11 PM
ORDER NO. : 038019-005
CUSTOMER NO: 94942A

500002691945--1

CUSTOMER: James B. Lyon, Esq
JAMES B. LYON, ESQ
JAMES B. LYON, ESQ
Suite 206
1881 University Drive
Coral Springs, FL 33071

DOMESTIC FILING

NAME: ALLIED CHASE RETAIL, INC.

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION
 CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

 CERTIFIED COPY
XX PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Sara Lea

EXAMINER'S INITIALS:

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 NOV 19 AM 9:21

RECEIVED
98 NOV 19 PM 1:11
DIVISION OF CORPORATIONS
11/19/98

adjusted amt. deducted from account
per CSC - client also needed a
cc Sharon
11/19

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 NOV 19 AM 9:21

ARTICLES OF INCORPORATION
OF
ALLIED CHASE RETAIL, INC.

The undersigned incorporator hereby forms a corporation under Chapter 607 of the laws of the State of Florida.

ARTICLE I - NAME

The name of this Corporation is ALLIED CHASE RETAIL, INC.

ARTICLE II-PRINCIPAL OFFICE

The street address of the initial principal office and mailing address of this Corporation shall be: 13190 W. State Road 84, Davie, Florida 33325.

ARTICLE III-PURPOSE

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

ARTICLE IV-CAPITAL STOCK

This Corporation is authorized to issue one thousand (1,000) shares of one dollar (\$1.00) par value common stock which shall be designated as "Common Shares".

ARTICLE V-INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this Corporation is 1010 NE 15th Ave., Ft. Lauderdale, Florida 33304 and the name of the initial registered agent of this Corporation at that address is Mehrdad Fallah Moghaddam.

ARTICLE VI-INITIAL BOARD OF DIRECTORS

The Corporation shall initially have one (1) Director to hold office until the first annual meeting of the stockholders and his successor shall have been duly elected and qualified, or until his earlier resignation, removal from office or death. The number of Directors may be either increased or decreased from time to time in accordance with the By-laws of the Corporation. The name and address of the initial Director is:

Mehrdad Fallah Moghaddam, 1010 NE 15th Ave., Ft. Lauderdale, Florida 33304

ARTICLE VII-INCORPORATOR

The name and address of the Incorporator signing these Articles is: Mehrdad Fallah Moghaddam, 1010 NE 15th Ave., Ft. Lauderdale, Florida 33304

ARTICLE VIII-PRE-EMPTIVE RIGHTS

Every shareholder, upon the sale for cash of any new stock of this corporation shall have the right to purchase his or her 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 IX-INDEMNIFICATION

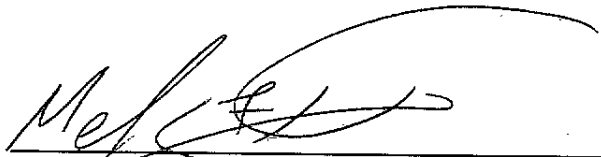
The Corporation shall indemnify any Officer or Director, or any former Officer or Director, to the full extent permitted by law.

ARTICLE X-AMENDMENT

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

In witness whereof, the undersigned Incorporator has executed these Articles of Incorporation on the date of signing.

Dated: November 18, 1998



Mehrdad Fallah Moghaddam
Incorporator

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS

98 NOV 19 AM 9:21

CERTIFICATE OF DESIGNATION
REGISTERED AGENT/REGISTERED OFFICE

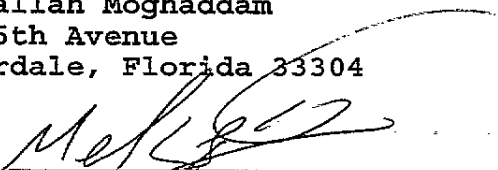
Pursuant to the provisions of section 617.0501, Florida Statutes, the undersigned corporation, organized under the laws of the State of Florida, submits the following statement in designating the registered office/registered agent, in the State of Florida.

1. The name of the corporation is:

ALLIED CHASE RETAIL, INC.

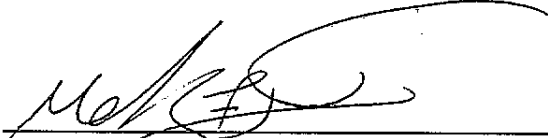
2. The name and address of the registered agent and office is:

Mehrdad Fallah Moghaddam
1010 NE 15th Avenue
Ft. Lauderdale, Florida 33304


Mehrdad Fallah Moghaddam, Incorporator

Date: 11/18/98

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.


Mehrdad Fallah Moghaddam

DATE: 11/18/98