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FLORIDA DIVISION OF CORPORATIONS
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TO: DIVISION OF CORPORATIONS

FAX #: (850)922-4000

FROM: CORPORATE CREATIONS INTERNATIONAL INC.

ACCT#: 073171003004

CONTACT: JOHNNY C RODRIGUEZ *Kara*

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NAME: AMERICAN DREAM ENTERPRISES CORPORATION

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*Amended
Reslated
Art.
7/13/97*

DC

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AMENDED AND RESTATED ARTICLES OF INCORPORATION
OF

AMERICAN DREAM ENTERPRISES CORPORATION

1. American Dream Enterprises Corporation, pursuant to the provisions of Section 607.1007 of the Florida Business Corporation Act, hereby adopts restated articles of incorporation which accurately restate and integrate the articles of incorporation and all amendments thereto that are in effect to date and as further amended as hereinafter set forth, as permitted by F.S.A. 607.1007.

2. The articles of incorporation of the corporation are amended by the restated articles of incorporation as follows:

Article 4 is amended to read:

The aggregate number of Common Shares which the corporation is authorized to issue is 20,000,000, par value \$0.01 and 50,000 Preferred Shares, par value \$0.01, having no voting rights. All or part of said stock to be issued from time to time as may be determined by the Board of Directors pursuant to authority to do so which is hereby vested in the Board of Directors. There shall be no preemptive right granted to stockholders with respect to the Shares of the corporation.

Article 5 is hereby deleted.

Article 5 is added, reading as follows:

The corporation shall indemnify each officer and director, including former officers and directors, to the fullest extent permitted by law.

3. Each such amendment made by these restated articles of incorporation has been effected in conformity with the provisions of the Florida Business Corporation Act, and such restated articles of incorporation and each such amendment made by the restated articles of incorporation were duly adopted by the shareholders of the corporation on the 8 day of Aug 1997.

4. The number of Shares outstanding was 100; the number of Shares entitled to vote on the restated articles of incorporation as so amended was 100; the holders of all of which have signed a written consent to the adoption of such restated articles of incorporation as so amended.

5. The articles of incorporation and all amendments and supplements thereto are hereby superseded by the following restated articles of incorporation which accurately copy the entire text thereof and as amended above:

PREPARED BY BRENDA LEE HAMILTON, ESQUIRE
Wampler, Buchanan & Breen, P.A.
555 S. Federal Highway, Suite 430
Boca Raton, FL 33432
(561)392-4868
FBN 004618

FLORIDA BAR 4618

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AMENDED AND RESTATED ARTICLES OF INCORPORATION
OF

AMERICAN DREAM ENTERPRISES CORPORATION

The undersigned, for the purpose of forming a corporation under the Florida General Corporation Act, hereby adopt the following amended and restated Articles of Incorporation.

ARTICLE ONE

NAME

The name of the corporation is American Dream Enterprises Corporation.

ARTICLE TWO

DURATION

The terms of existence of the corporation is perpetual.

ARTICLE THREE

PURPOSE

The corporation may transact any and all lawful business for which corporations may be incorporated under the Florida General Corporation Act.

ARTICLE FOUR

CAPITAL STOCK

The aggregate number of Common Shares which the corporation is authorized to issued is 20,000,000, par value \$0.01 and 50,000 Preferred Shares, par value \$0.01, having no voting rights. All or part of said stock to be issued from time to time as may be determined by the Board of Directors pursuant to authority to do so which is hereby vested in the Board of Directors. There shall be no preemptive right granted to stockholders with respect to the Shares

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of the corporation.

ARTICLE FIVE

INDEMNIFICATION

The corporation shall indemnify each officer and director, including former officers and directors, to the fullest extent permitted by law.

ARTICLE SIX

REGISTERED OFFICE

The street address of the initial registered office of the corporation is 7134 San Sebastian Drive, Boca Raton, Florida 33433, and the name of the initial registered agent at such address is George Houraney.

ARTICLE SEVEN

DIRECTORS

The Board of Directors of the corporation shall consist of two members. The names and addresses of the First Board of Directors are:

Name	Address
George Houraney-President	7134 San Sebastian Drive Boca Raton, Florida 33433
Jill Houraney-Secretary and Treasurer	7134 San Sebastian Drive Boca Raton, Florida 33433

ARTICLE EIGHT

INCORPORATORS

The name and address of the Incorporator is:

PREPARED BY BRENDA LEE HAMILTON, ESQUIRE

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Name

George Houraney-President

Address

7134 San Sebastian Drive

Boca Raton, Florida 33433

ARTICLE NINE

COMMENCEMENT OF EXISTENCE

The corporation shall be deemed to commence its existence of date of filing by Secretary of State July 4, 1986.

IN WITNESS WHEREOF, I have hereunto subscribed my name this 8 day of Aug. 1997.

AMERICAN DREAM ENTERPRISES CORPORATION


By: George Houraney, President


By: Jill Houraney, Secretary and Treasurer

Dated 8 day of Aug. 1997.

PREPARED BY BRENDA LEE HAMILTON, ESQUIRE

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CONSENT

We, being all the directors and all of the share holders of AMERICAN DREAM ENTERPRISES CORPORATION, do hereby consent to the adoption of the following amendments to the Articles of Incorporation:

Article 4 is amended to read:

The aggregate number of Common Shares which the corporation is authority to issue is 20,000,000, par value 0.01 and 50,000 preferred Shares, par value 0.01, having no voting rights. All or part of said stock to be issued from time to time as may be determined by the Board of Directors pursuant to authority to do so which is hereby vested in the Board of Directors. There shall be no preemptive right granted to stockholders with respect to the shares of the corporation.

Article 5 is hereby deleted.

Article 5 is added, reading as follows:

The Corporation shall indemnify each officer and director, including former officers and directors, to the fullest extent permitted by law.

Dated Aug 8, 1997.

AMERICAN DREAM ENTERPRISES CORPORATION


George Houraney, President


Jill Houraney, Secretary and Treasurer

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